



Date: 1/26/2021

To: Craig Development, The Ruins LLC, Jesse Craig

From: Martin Peterson Loan Officer Red River State Bank

Subject: Term Sheet for Apartment Construction in Watertown SD

This memo is drafted today to outline the terms and conditions of the construction and permanent financing of a 63 unit apartment complex known as "The Ruins" in Watertown SD.

Construction Phase:

Loan Amount: \$7,200,000

Rate: Variable @ WSJ Prime + 1.10% (4.35%)

Draw Period: 12 Months

Interest Only Period: 18 Months

Security: 1st REM on Proposed Property, Blanket Business UCC filing against The Ruins LLC a SD LLC, unlimited unsecured personal guarantee from Jesse Craig.

Conditions:

Note to be participated to other banks to offset internal lending limit of RRSB.

LTV not to exceed 90% of construction cost or appraisal less TIF whichever is lower.

Draws and Lien Waivers to be done through First Dakota Title Watertown SD.

Permanent Phase:

Loan Amount: \$7,200,000 (50% participated to SD REDI Program)

Rate: 10 year fixed rate @ WSJ Prime + 1.10% at the time of funding.

Term: 10 year

Amortization: 20 year

Payment Frequency: Monthly P&I beginning one month from funding date.

Security: 1st REM on Proposed Property, Blanket Business UCC filing against The Ruins LLC a SD LLC, unlimited unsecured personal guarantee from Jesse Craig.

Conditions:

Note to be participated to other banks to offset internal lending limit of RRSB.

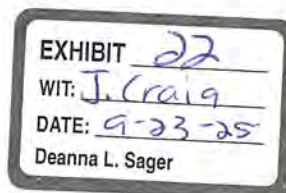
LTV not to exceed 90% of construction cost or appraisal less TIF whichever is lower.

As completed appraisal required to be completed.

Terms are subject to the completion of work and the OC (Occupancy Certificate) being issued with no unsatisfied construction liens, and all lien waivers being received by First Dakota Title.

A handwritten signature in black ink, appearing to read 'Martin Peterson'.

Martin Peterson
Red River State Bank
Loan Officer





Date: 10/19/2020

To: Craig Development, Parkside Place LLC, Jesse Craig

From: Martin Peterson Loan Officer Red River State Bank

Subject: Term Sheet for Apartment Construction in Watertown SD

This memo is drafted today to outline the terms and conditions of the construction and permanent financing of a 36 unit apartment complex known as "Parkside Place" in Watertown SD.

Construction Phase:

Loan Amount: \$3,862,148.00

Rate: Variable @ WSJ Prime + 1.10% (4.35%)

Draw Period: 12 Months

Interest Only Period: 18 Months

Security: 1st REM on Proposed Property, Blanket Business UCC filing against Parkside Place LLC a SD LLC, unlimited unsecured personal guarantee from Jesse Craig.

Conditions:

Note to be participated to other banks to offset internal lending limit of RRSB.

LTV not to exceed 90% of construction cost or appraisal less TIF whichever is lower.

Draws and Lien Waivers to be done through First Dakota Title Watertown SD.

Permanent Phase:

Loan Amount: \$3,862,148.00 (50% participated to SD REDI Program)

Rate: 10 year fixed rate @ WSJ Prime + 1.10% at the time of funding.

Term: 10 year

Amortization: 20 year

Payment Frequency: Monthly P&I beginning one month from funding date.

Security: 1st REM on Proposed Property, Blanket Business UCC filing against Parkside Place LLC a SD LLC, unlimited unsecured personal guarantee from Jesse Craig.

Conditions:

Note to be participated to other banks to offset internal lending limit of RRSB.

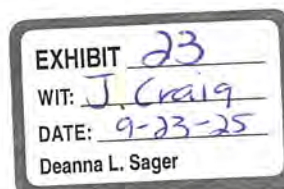
LTV not to exceed 90% of construction cost or appraisal less TIF whichever is lower.

As completed appraisal required to be completed.

Terms are subject to the completion of work and the OC (Occupancy Certificate) being issued with no unsatisfied construction liens, and all lien waivers being received by First Dakota Title.

A handwritten signature in dark ink, appearing to read 'Martin Peterson'.

Martin Peterson
Red River State Bank
Loan Officer



RUINS PROJECT			63
WATERTOWN, SOUTH DAKOTA			
CRAIG DEVELOPMENT			
Contract Disbursement Summary - Bid Group II Summary			
Tuesday, February 4, 2020			
Units			
Bid Package	Contractor	Contractor	
General Conditions			\$ 178,232.73
Testing & Inspections			\$ 40,090.91
Construction Staking	0		\$ 17,181.82
Site Survey/Civil	Infrastructure Design Group (Allowance)		\$ 30,727.00
Soil Borings	Northern Technologies		\$ 17,754.55
Building Demolition			\$ 229,000.00
Concrete	Limoges Construction		\$ 560,127.27
Asbestos	0		\$ 121,000.00
Concrete - Waterproofing & Insulation	Herzog Coatings		\$ 30,354.55
Excavation	Clausen		\$ 189,000.00
Precast Concrete - Materials / Erection	Gage Brothers		\$ 1,310,000.00
Gypcrete	Don Johnson Construction		\$ 65,400.00
Masonry	Ottertail Stucco and Stone		\$ 344,191.00
Steel - Erection	0		\$ -
Misc. Metals	Red River Fabricating		\$ 18,493.36
General W & L Rough Carpentry Labor	0		\$ 227,600.00
General W & L Rough Carpentry Materials	0		\$ 286,500.00
General W & L - Finish Carpentry Labor	0		\$ 101,372.73
General Work & Labor - Finish Carpentry Materials	0		\$ 63,687.27
Millwork - Cabinets	Rusco Window Company		\$ 97,652.29
Countertops - Kitchen & Bathroom	Fabricators Unlimited		\$ 39,985.53
Bathroom Vanities	By Owner (Allowance)		\$ 21,420.00
Wood Componentets / Trusses	0		\$ 178,900.00
Moisture Protections	Pro-Tec Roofing		\$ 87,718.91
Building Insulation	RL Drywall & Insulation		\$ 166,090.91
Exterior Insulation & Finish System	0		\$ -
Metal Siding / Metal Panels	0		\$ 206,181.82
Sealants	0		\$ 24,818.18
Commercial Doors, Frames & Hardware	Central Door & Hardware		\$ 139,606.00
Residential Wood Doors & Frames	Central Door & Hardware	incl with 38A	
Overhead Doors	Skold Specialty Contracting		\$ 16,494.55
Vinyl Windows	Rusco Window Company		\$ 89,116.36
Glass & Glazing	Fargo Glass & Paint		\$ 64,523.45
Drywall	RL Drywall & Insulation		\$ 276,800.00
Carpet	0		\$ 155,667.27
Painting / Staining	0		\$ 160,363.64
Fill Nail Holes	0		\$ 13,745.45
Postal Specialties/Bike Rack/Door Markers	By Owner (Allowance)		\$ 16,609.09
Exterior Signage	By Owner (Allowance)		\$ 16,609.09
Fire Extinguishers & Cabinets	Tri-State Specialties		\$ 14,196.76
Ceiling Fans	By Owner (Allowance)		\$ 16,815.27
Closet Shelving	By Owner (Allowance)		\$ 12,027.27
Toilets/Accessories	By Owner (Allowance)		\$ 17,038.64
Appliances & AC Units	Dugens		\$ 223,426.00
Kitchen Sinks/Faucets	By Owner (Allowance)		\$ 14,764.91
Bath Faucets/Shower Heads	By Owner (Allowance)		\$ 12,294.16
Bathroom Mirrors	By Owner (Allowance)		\$ 15,475.09
Window Treatments	By Owner (Allowance)		\$ 12,909.27
Conveying Systems	Thyssenkrupp Elevators		\$ 130,581.82
Building Sprinkler	Xtreme Fire Protection		\$ 87,790.00
Plumbing	0		\$ 441,572.73
HVAC	0		\$ 211,909.09
Electrical/Security System	0		\$ 463,909.09
Accrued Interest	0		\$ 521,181.82
Paving & Sidewalks	By City	By City	
Site Fencing / Accessories / Dumpster Enclosure	By Owner (Allowance)		\$ 20,302.04
Site Utilities	By City	By City	
Land	Craig Development		\$ 500,000.00
Total Bid Packages			\$ 8,319,209.69
Commercial Space			\$ 932,500.00
Architect/Engineer (6%)	Stroh Architects		\$ 469,152.58
General Contractor (10%)	Craig Development		\$ 831,920.97
Site Supervision	Prevail		\$ 55,000.00
TOTAL CONSTRUCTION COST			\$ 10,607,783.24

EXHIBIT 24
WIT: J. Craig
DATE: 9-23-25
Deanna L. Sager

RUINS PROJECT			
WATERTOWN, SOUTH DAKOTA			
CRAIG DEVELOPMENT			
Contract Disbursement Summary - Bid Group II Summary			
Tuesday, February 4, 2020			
Units		63.00	
Balance required for Construction		\$ 15,970,240.77	
Expenses		\$ 15,185,590.12	
Total to Complete		\$ 784,650.65	
Loan (Net)			
Additional Amount Required		\$ 15,970,240.77	
Bid Package	Contractor	Amount Paid	Balance
General Conditions		\$ 411,440.90	\$ 9,755.99
Testing & Inspections		\$ 61,120.86	\$ -
Foundation removal	Clausen	\$ 193,400.00	\$ -
Site Survey/Civil	Infatruct	\$ 56,580.00	\$ (489.91)
Soil Borings	Northern	\$ 45,076.70	\$ -
Building Demolition		\$ 258,200.00	\$ -
Concrete	Unmagis	\$ 1,476,000.00	\$ 768.00
Asbestos	0	\$ 133,360.00	\$ -
Concrete - Waterproofing & Insulation		\$ 20,831.55	\$ (20,209.60)
Excavation	Clausen	\$ 754,396.51	\$ -
Precast Concrete - Materials / Erection	Gage Bro	\$ 895,420.00	\$ (34,079.00)
Gypcrete	Don John	\$ 74,755.63	\$ 40,095.63
CMU Block	Innovativ	\$ 644,456.73	\$ (36,000.00)
Move Utilities	0	\$ 95,000.00	\$ -
Misc. Metals		\$ 18,493.36	\$ 13,679.56
General W & L Rough Carpentry Labor	B&W	\$ 382,130.00	\$ (12,886.36)
General W & L Rough Carpentry Materials	0	\$ 643,566.71	\$ 14,601.71
General W & L - Finish Carpentry Labor	Freddy's	\$ 162,900.00	\$ -
General Work & Labor - Finish Carpentry Materials	0	\$ 169,899.00	\$ 162,900.00
Millwork - Cabinets	Rusco W	\$ 109,045.00	\$ 169,899.00
Countertops - Kitchen & Bathroom	Fabricato	\$ 39,681.18	\$ 39,681.18
Bathroom Vanities	By Ownel	\$ 21,420.00	\$ -
Wood Components / Trusses	0	\$ 828,311.28	\$ 30,650.92
Moisture Protection	Pro-Tec R	\$ 559,780.00	\$ 192,780.00
Building Insulation	RL Drywal	\$ 162,312.50	\$ 162,312.50
Masonry	0	\$ 370,000.00	\$ (51,402.17)
Metal Siding / Metal Panels	0	\$ 755,145.00	\$ 15,185.80
Sealants	0	\$ 45,818.18	\$ 45,818.18
Commercial Doors, Frames & Hardware	Brians GI	\$ 31,275.00	\$ (20,251.69)
Residential Wood Doors & Frames	D&M	\$ 362,700.00	\$ (3,834.08)
Overhead Doors	Skold Spd	\$ 17,792.00	\$ 17,792.00
Vinyl Windows	Rusco W	\$ 89,161.00	\$ (135,651.81)
Glass & Glazing		\$ -	\$ -
Drywall	Freddy's	\$ 549,700.00	\$ 8,000.00
Carpet	0	\$ 107,541.88	\$ 107,541.88
Painting / Staining	0	\$ 86,000.00	\$ 86,000.00
Fill Nail Holes	0	\$ 13,745.45	\$ 13,745.45
Postal Specialties/Bike Rack/Door Markers	By Ownel	\$ 13,609.00	\$ 13,609.00
Exterior Signage	By Ownel	\$ 9,845.00	\$ 9,845.00
Fire Extinguishers & Cabinets	Tri-State	\$ 14,196.76	\$ 5,493.21
Ceiling Fans	By Ownel	\$ 16,815.27	\$ 0.00
Closet Shelving	By Ownel	\$ 12,027.27	\$ 12,027.27
Toilets/Accessories	By Ownel	\$ 17,038.64	\$ (0.00)
Appliances & AC Units	Dugens	\$ 411,505.00	\$ 145,573.09
Kitchen Sinks/Faucets	By Ownel	\$ 14,764.91	\$ (0.00)
Bath Faucets/Shower Heads	By Ownel	\$ 12,294.16	\$ 0.00
Bathroom Mirrors	By Ownel	\$ 15,475.09	\$ 0.00
Window Treatments	By Ownel	\$ 12,909.27	\$ 4,633.63
Conveying Systems	Thysenk	\$ 133,437.50	\$ 79,057.50
Building Sprinkler	Xtreme F	\$ 128,900.00	\$ 110,854.00
Plumbing	Waterlig	\$ 750,235.00	\$ 77,705.34
HVAC	Baete	\$ 270,000.00	\$ 119,275.94
Electrical/Security System	0	\$ 845,607.76	\$ 170,743.44
Accrued Interest	0	\$ 633,120.00	\$ 85,183.97
Paving & Sidewalks	By City	\$ 28,477.64	\$ -
Site Fencing / Accessories / Dumpster Enclosure	By Ownel	\$ 28,550.00	\$ -
Site Utilities	By City	\$ -	\$ -
Land	By City	\$ -	\$ -
Total Bid Packages	Craig Dev	\$ 975,000.00	\$ 13,986,787.06
Commercial Space		\$ -	\$ -
Architect/Engineer (4%)	Stroh Arc	\$ 509,775.00	\$ -
General Contractor	Craig Dev	\$ 1,398,678.71	\$ 18,678.71
Site Supervision	Prevail	\$ 75,000.00	\$ 10,000.00
TOTAL CONSTRUCTION COST		\$ 15,970,240.77	\$ 784,650.65
SWORN CONSTRUCTION STATEMENT - CONTRACTOR			
State of ND			
County of Cass			

The undersigned, being first duly sworn, as general contractor for the construction of a project commonly described as The Ruins ("Project") upon the land located at 315 E. Kemp, deposes and says that the above are the names of all parties having contracts for any work done, materials supplied or services furnished in connection with construction, financing materials, equipping and/or developing the Project, and the amounts due and to become due to each of said parties; that the items mentioned include all work done, materials supplied or services furnished in connection with construction, financing materials, equipping and/or developing the Project according to plans and specifications; that there are no other contracts outstanding; and that there is nothing due or to become due to any person, corporation or other entity for work done, materials supplied or services furnished in connection with construction, financing materials, equipping and/or developing the Project other than as stated herein.

CONTRACTOR Craig Development, LLC

(Name of firm)

By: Jesse Craig

Its: Owner

EXHIBIT 25

WIT: J. Craig

DATE: 9-23-25

Deanna L. Sager

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NORTH DAKOTA

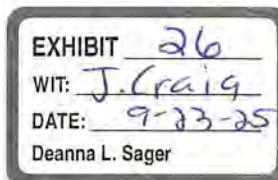
In Re:	Case No.: 25-30004
The Ruins, LLC,	Chapter 11
Debtor.	

DECLARATION OF TERRY STROH (T.L. STROH ARCHITECTS, LTD.)
CERTIFYING RECORDS PURSUANT TO FEDERAL RULE OF EVIDENCE
902(11)

STATE OF Arizona)
) SS
COUNTY OF Maricopa)

Terry Stroh, pursuant to 28 U.S.C. § 1746, hereby certifies as follows:

1. I am over 18 years of age, of sound mind, and otherwise competent to make this Certification. The evidence set out in this Certification is based on my personal knowledge.
2. I am the President of T.L. Stroh Architects, Ltd. ("Stroh") located in Fargo, North Dakota and have been employed by Stroh for 36 years. Stroh provides architectural services.
3. I am the records custodian for Stroh.
4. Stroh was subpoenaed for records in the lawsuit *Red River State Bank v. The Ruins, LLC, et. al.*, Codington County Circuit Court, South Dakota, Case No. 14CIV24-68. Stroh responded to the subpoena and provided documents as requested.
5. I have personal knowledge of the construction of the 63-unit mid/high rise building located at 315 East Kemp Ave., Watertown, South Dakota (the "Ruins Project"). Stroh provided architectural services for the Ruins Project.
6. I have personal knowledge of the construction of the mixed-use building located at 26 1st Ave. Watertown, South Dakota (the "Generations Project"). Stroh provided architectural services for the Generations Project.



7. I have personal knowledge of the construction of the Parkside Place apartment building located at 8 2nd St NE, Watertown, South Dakota (the "Parkside Project"). Stroh provided architectural services for the Parkside Project.
8. True and correct copies of Stroh's account statement and invoices for the Ruins Project are attached as Exhibit A.
9. True and correct copies of Stroh's account statement and invoices for the Generations Project are attached as Exhibit B.
10. True and correct copies of Stroh's account statement and invoices for the Parkside Project are attached as Exhibit C.
11. The documents attached as Exhibits A (Ruins Account Statement and Invoices), B (Generations Account Statement and Invoices), and C (Parkside Account Statement and Invoices) were made at or near the time of the events set forth therein by myself and other people with knowledge of those matters.
12. It was the regular practice of Stroh's business activities to make the records attached as Exhibits A, B and C.
13. The records attached as Exhibits A, B, and C were kept in the regular course of business activity.
14. I certify under penalty of perjury that the foregoing is true and correct.

Executed on 22nd day of September, 2025.



Terry Stroh

Exhibit A
T.L. Stroh Architects, Ltd.

The Ruins Project
Account Statement and Invoices

Case 25-30004 Doc 91 Filed 09/22/25 Entered 09/22/25 16:41:42 Desc Main
Document Page 4 of 19

9:52 AM

T.L. Stroh Architects, Ltd

10/10/24

All Transactions for Jesse Craig The Ruins 2021.07
All Transactions

Type	Num	Date	Account	Amount
Invoice	5254	09/06/2022	1200 - Accounts Rec...	21,550.00
Payment	141	05/12/2022	Bell Bank Savings	5,325.00
Invoice	5172	04/07/2022	1200 - Accounts Rec...	5,325.00
Payment	39334	03/14/2022	Bell Bank Savings	409,450.00
Invoice	5105	12/16/2021	1200 - Accounts Rec...	409,450.00
Total				

701.239.4198
701.239.9643

8 Seaview Street NE Fargo ND 58107



September 1, 2022

Craig Development
PO Box 426
Fargo, ND 58107*Re: The Ruins Apt Bldg - Watertown SD
Job #2021.07*

Fixed Fee	\$431,000.00
100% completed to date	\$431,000.00
Less amount billed to date	<u>-\$409,450.00</u>
Northern Tech Report (\$5,325 pd)	<u>\$0.00</u>

Total Amount Due	\$21,550.00
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Please pay upon receipt.

Thank you.

701.239.4198
701.239.5643

April 5, 2022

Craig Development
PO Box 426
Fargo, ND 58107

Re: The Ruins Apt Bldg - Watertown SD
Job #2021.07

Fixed Fee	\$431,000.00
95% completed to date	\$409,450.00
Less amount billed to date	<u>-\$409,450.00</u>
Northern Tech Report	<u>\$5,325.00</u>
Total Amount Due	\$5,325.00

Please pay upon receipt.

Thank you.



NTI
NORTHERN
TECHNOLOGIES, LLC

3522 4th Avenue South
Fargo, ND 58103
P: 701.232.1827 FAX: 701.232.1828
www.NTIgeo.com

INVOICE

Terry Stroh
TL Stroh Architects
8 7th St N
Fargo, ND 58102

March 27, 2020

Project No: 20.FGO09859.000
Invoice No: 34371
Due Date: April 26, 2020

Total Budget 5,000.00

Project 20.FGO09859.000 Ruins Development
Email Invoice to terrys@tlstroh.com

Geotechnical Exploration and Engineering Review

Fee 5,000.00

Taxes

South Dakota State Tax	4.50 % of 5,000.00	225.00	
Watertown Local Tax	2.00 % of 5,000.00	100.00	
Total Taxes		325.00	325.00

PAYMENT DUE THIS INVOICE \$5,325.00

	Current	Prior	JTD Billings
Project Billings	5,325.00	0.00	5,325.00

Project Manager Daniel Gibson

*paid by
TLA*

701.238.4138
701.238.9643



December 16, 2021

Craig Development
PO Box 426
Fargo, ND 58107

*Re: The Ruins Apt Bldg - Watertown SD
Job #2021.07*

Fixed Fee	\$431,000.00
95% completed to date	\$409,450.00
Less amount billed to date	<u>\$0.00</u>

Total Amount Due	\$409,450.00
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Please pay upon receipt.

Thank you.

Exhibit B

T.L. Stroh Architects, Ltd.

**Generations Project
Account Statement and Invoices**

Case 25-30004 Doc 91 Filed 09/22/25 Entered 09/22/25 16:41:42 Desc Main
Document Page 10 of 19

T.L. Stroh Architects, Ltd

All Transactions for Jesse Craig Generations 2020.26

All Transactions

9:55 AM

10/10/24

Type	Num	Date	Account	Amount
Payment	38198	06/23/2021	Alerus (savings)	52,500.00
Invoice	4916	05/13/2021	1200 - Accounts Rec...	52,500.00
Payment	37889	04/27/2021	Alerus (savings)	157,500.00
Payment	37704	03/16/2021	Alerus (savings)	87,500.00
Invoice	4839	02/04/2021	1200 - Accounts Rec...	157,500.00
Payment	37390	01/21/2021	Alerus (savings)	52,500.00
Invoice	4823	01/04/2021	1200 - Accounts Rec...	87,500.00
Invoice	4807	12/08/2020	1200 - Accounts Rec...	52,500.00
Credit Memo	4806	12/07/2020	1200 - Accounts Rec...	-5,000.00
Invoice	4668	06/05/2020	1200 - Accounts Rec...	5,000.00
Total				

May 5, 2021

Remit to: T.L. Stroh Architects, Ltd
8 Seventh St. N.
Fargo, ND 58102

Billing No. 4 (#2020.26) Generations

Craig Development
Box 426
Fargo, ND 58107

Billing for Architectural, & Engineering services:

Total Architectural & Engineering Fee:				
	Fixed Fee	of		\$350,000.00
Schematic Design	15%	x	\$350,000.00	\$52,500.00
Design Development	25%	x	\$350,000.00	\$87,500.00
Constr. Documents	45%	x	\$350,000.00	\$157,500.00
Big/Neg.	15%	x	\$350,000.00	\$52,500.00
				\$350,000.00

Percentage Amounts Due this Request:				
Schematic Design	100%	x	\$52,500.00	\$52,500.00
Design Development	100%	x	\$87,500.00	\$87,500.00
Constr. Documents	100%	x	\$157,500.00	\$157,500.00
Bid/Neg.	100%	x	\$52,500.00	\$52,500.00
Total				\$350,000.00
Less billed to date				-\$297,500.00
Subtotal				\$52,500.00

Additional Services:				
Previous Amt Billed			\$0.00	
Subtotal				\$0.00

Reimbursable Expenses:				
Printing of Plans and Specs			\$0.00	
Postage/shipping costs			\$0.00	
Billed to Date		\$0.00		
Subtotal				\$0.00

TOTAL AMOUNT DUE \$52,500.00

Total amount due within 15 days from date of statement.



February 3, 2021

Remit to: T.L. Stroh Architects, Ltd
8 Seventh St. N.
Fargo, ND 58102

Billing No. 3 (#2020.26) Generations

Craig Development
Box 426
Fargo, ND 58107

Billing for Architectural, & Engineering services:

Total Architectural & Engineering Fee:				
	Fixed Fee	of		\$350,000.00
Schematic Design	15%	x	\$350,000.00	\$52,500.00
Design Development	25%	x	\$350,000.00	\$87,500.00
Constr. Documents	45%	x	\$350,000.00	\$157,500.00
Bid/Neg.	15%	x	\$350,000.00	\$52,500.00
				\$350,000.00

Percentage Amounts Due this Request:

Schematic Design	100%	x	\$52,500.00	\$52,500.00
Design Development	100%	x	\$87,500.00	\$87,500.00
Constr. Documents	100%	x	\$157,500.00	\$157,500.00
Bid/Neg.	0%	x	\$52,500.00	\$0.00
Total				\$297,500.00
Less billed to date				-\$140,000.00
Subtotal				\$157,500.00

Additional Services:

Previous Amt Billed	\$0.00	
Subtotal		\$0.00

Reimbursable Expenses:

Printing of Plans and Specs	\$0.00	
Postage/shipping costs	\$0.00	
Billed to Date	\$0.00	
Subtotal		\$0.00

TOTAL AMOUNT DUE \$157,500.00

Total amount due within 15 days from date of statement.

701.239.4198
701.239.9643

8 Seventh Street, N. Fargo, ND 58102



January 4, 2021

Remit to: T.L. Stroh Architects, Ltd
8 Seventh St. N.
Fargo, ND 58102

Billing No. 2 (#2020.26) Generations

Craig Development
Box 426
Fargo, ND 58107

Billing for Architectural, & Engineering services:

Total Architectural & Engineering Fee:				
	Fixed Fee	of		\$350,000.00
Schematic Design	15%	x	\$350,000.00	\$52,500.00
Design Development	25%	x	\$350,000.00	\$87,500.00
Constr. Documents	45%	x	\$350,000.00	\$157,500.00
Big/Neg.	15%	x	\$350,000.00	\$52,500.00
				\$350,000.00

Percentage Amounts Due this Request:

Schematic Design	100%	x	\$52,500.00	\$52,500.00
Design Development	100%	x	\$87,500.00	\$87,500.00
Constr. Documents	0%	x	\$157,500.00	\$0.00
Bid/Neg.	0%	x	\$52,500.00	\$0.00
Total				\$140,000.00
Less billed to date				-\$52,500.00
Subtotal				\$87,500.00

Additional Services:

Previous Amt Billed	\$0.00
Subtotal	\$0.00

Reimbursable Expenses:

Printing of Plans and Specs	\$0.00
Postage/shipping costs	\$0.00
Billed to Date	\$0.00
Subtotal	\$0.00

TOTAL AMOUNT DUE

\$87,500.00

Total amount due within 15 days from date of statement.

701.239.4198
701.239.9643

8 Seventh Street N, Fargo, ND 58107



December 7, 2020

Remit to: T.L. Stroh Architects, Ltd
8 Seventh St. N.
Fargo, ND 58102

Billing No. 1 (#2020.26) Generations

Craig Development
Box 426
Fargo, ND 58107

Billing for Architectural, & Engineering services:

Total Architectural & Engineering Fee:				
Fixed Fee	of			\$350,000.00
Schematic Design	15%	x	\$350,000.00	\$52,500.00
Design Development	25%	x	\$350,000.00	\$87,500.00
Constr. Documents	45%	x	\$350,000.00	\$157,500.00
Bid/Neg.	15%	x	\$350,000.00	\$52,500.00
				\$350,000.00

Percentage Amounts Due this Request:

Schematic Design	100%	x	\$52,500.00	\$52,500.00
Design Development	0%	x	\$87,500.00	\$0.00
Constr. Documents	0%	x	\$157,500.00	\$0.00
Bid/Neg.	0%	x	\$52,500.00	\$0.00
Total				\$52,500.00
Less billed to date				\$0.00
Subtotal				\$52,500.00

Additional Services:

Previous Amt Billed	\$0.00
Subtotal	\$0.00

Reimbursable Expenses:

Printing of Plans and Specs	\$0.00
Postage/shipping costs	\$0.00
Billed to Date	\$0.00
Subtotal	\$0.00

TOTAL AMOUNT DUE

\$52,500.00

Total amount due within 15 days from date of statement.

701.239.4198
701.239.9643

8 Seventh Street, N. Fargo, ND 58102



Exhibit C
T.L. Stroh Architects, Ltd.

Parkside Project
Account Statement and Invoices

Case 25-30004 Doc 91 Filed 09/22/25 Entered 09/22/25 16:41:42 Desc Main
Document Page 16 of 19

9:55 AM

10/10/24

T.L. Stroh Architects, Ltd

All Transactions for Jesse Craig Watertown Parkside 2020.25

All Transactions

Type	Num	Date	Account	Amount
Payment	37389	01/21/2021	Alerus (savings)	58,450.00
Payment	36928	11/03/2020	Alerus (savings)	66,800.00
Payment	36507	10/15/2020	Alerus (savings)	41,750.00
Invoice	4769	10/06/2020	1200 - Accounts Rec...	58,450.00
Invoice	4730	08/11/2020	1200 - Accounts Rec...	66,800.00
Invoice	4689	06/09/2020	1200 - Accounts Rec...	41,750.00
Total				

701.239.4198

701.239.9643

8 Seventh Street N Fargo, ND 58102



October 2, 2020

Craig Holdings
PO Box 426
Fargo, ND 58107

*Re: Watertown Parkside
(No Const Admin Services in Fee)
(Services in September)*

<i>Fixed Fee</i>	\$167,000.00
<i>100% completed to date</i>	\$167,000.00
<i>Less amount billed to date</i>	<u>-\$108,550.00</u>
Total Amount Due	\$58,450.00

Please pay upon receipt.

Thank you.

<i>1-30 days</i>	<i>31-60 days</i>	<i>61-90 dys</i>
	\$66,800.00	\$41,750.00

701.239.4198
701.239.9643

8 Seventh Street N Fargo, ND 58102



August 5, 2020

Craig Holdings
PO Box 426
Fargo, ND 58107

*Re: Watertown Parkside
Arch/Eng Services*

<i>Fixed Fee</i>	\$167,000.00
<i>65% completed to date</i>	\$108,550.00
<i>Less amount billed to date</i>	<u>-\$41,750.00</u>
Total Amount Due	\$66,800.00

Please pay upon receipt.

Thank you.

1-30 days	31-60 days	61-90 dys
	\$41,750.00	

701.239.4198

701.239.9643

8 Seventh Street N Fargo, ND 58102



June 3, 2020

Craig Holdings
PO Box 426
Fargo, ND 58107

*Re: Watertown Parkside
Arch/Eng Services*

<i>Fixed Fee</i>	\$167,000.00
<i>25% completed to date</i>	\$41,750.00
<i>Less amount billed to date</i>	<u>\$0.00</u>
Total Amount Due	\$41,750.00

Please pay upon receipt.

Thank you.

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NORTH DAKOTA**

In Re:

Case No.: 25-30004

The Ruins, LLC,

Chapter 11

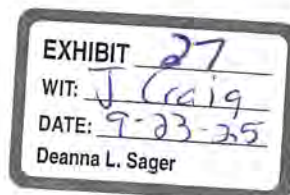
Debtor.

**DECLARATION OF RYLAN OJALA (WATERTIGHT, INC.) CERTIFYING
RECORDS PURSUANT TO FEDERAL RULE OF EVIDENCE 902(11)**

STATE OF SOUTH DAKOTA)
) S
) S
COUNTY OF CODINGTON)

Rylan Ojala, pursuant to 28 U.S.C. § 1746, hereby certifies as follows:

1. I am over 18 years of age, of sound mind, and otherwise competent to make this Certification. The evidence set out in this Certification is based on my personal knowledge.
2. I am the President of Watertight, Inc. ("Watertight") located in Castlewood South Dakota and have been employed by Watertight since 2015. Watertight provides plumbing goods and labor.
3. I am the records custodian for Watertight.
4. I have personal knowledge of the construction of the 63-unit mid/high rise building located at 315 East Kemp Ave., Watertown, South Dakota (the "Ruins Project"). Watertight provided plumbing goods and labor for the Ruins Project.
5. I have personal knowledge of the construction of the mixed-use building located at 26th Ave. Watertown, South Dakota (the "Generations Project"). Watertight provided plumbing goods and labor for the Generations Project.
6. A true and correct copy of Watertight's Statement of Claim for Mechanic's, Materialman's, or Laborer's Lien dated February 14, 2023 with respect to the Ruins Project (the "Watertight Lien") is attached as **Exhibit A**. True and correct copies of Watertight's payment applications for the Ruins Project are included as exhibits to the Watertight Lien.



7. True and correct copies of Watertight's Estimate and Invoices for the Ruins Project are attached as Exhibit B.
8. True and correct copies of Watertight's Payment records for the Ruins Project are attached as Exhibit C.
9. True and correct copies of Watertight's Payment Applications for its work performed on the Generations Project are attached as Exhibit D.
10. True and correct copies of Watertight's Estimate and Invoices for work performed on the Generations Project are attached as Exhibit E.
11. True and correct copies of Watertight's Payment records for the Generations Project are attached as Exhibit F.
12. The documents attached as Exhibits A (Watertight Lien), B (Watertight-Ruins Estimate and Invoices), C (Watertight-Ruins Payments), D (Watertight-Generations Payment Applications), E (Watertight-Generations Estimate and Invoices), and F (Watertight-Generations Payments) were made at or near the time of the events set forth therein by myself and other people with knowledge of those matters.
13. It was the regular practice of Watertight's business activities to make the records and/or to keep copies from information transmitted by attached as Exhibits A, B, C, D, E, and F.
14. The records attached as Exhibit A, B, C, D, E, and F were kept in the regular course of business activity.
15. I certify under penalty of perjury that the foregoing is true and correct.

Executed on 17 day of September, 2025.



Rylan Ojala

Exhibit A

Watertight, Inc.

Watertight Lien

This instrument prepared by:

A.J. Swanson of
ARVID J. SWANSON P.C.
27452 482nd Ave.
Canton, SD 57013
605-743-2070
6351-001 (Ver. F-1)



INSTRUMENT NO. 202300499 Pages: 30
BOOK: 2023 MECHANICS LIEN
PAGE: 68

2/24/2023 10:05:00 AM

Ann Rasmussen

ANN RASMUSSEN, REGISTER OF DEEDS
CODINGTON COUNTY, SOUTH DAKOTA

Recording Fee: 30.00
Return To: REGISTER OF DEEDS

**STATEMENT OF CLAIM FOR MECHANIC'S,
MATERIALMAN'S OR LABORER'S LIEN ON REAL PROPERTY**

Notice is hereby given that WATERTIGHT, INC. (South Dakota Secretary of State # DB060253), of 18273 464th Ave., Castlewood, SD 57223 (hereinafter "Claimant ") intends to claim and hold a lien, in the amount herein described, for the value of work now completed as further described in Section 1, together with interest added thereon at the statutory or contract rate (10%, based on Category B, SDCL 53-3-16, from the date of Claimant's submitted but unpaid work progress applications and retainage, arising out of that "estimate," for plumbing goods and labor for installation thereof (the "Plumbing System Work" or "Work"), for supplying and installing such system in accordance with the plans drawn by others and installed within a new 63-unit residential structure being further constructed by others (the "Project") upon the real property herein described, having an address of 315 E. Kemp Ave., Watertown, SD 57201, now owned by "Owner," as named following. The lien described and as herein claimed is presently in the amount of \$188,338.35, an amount unpaid and based on current state of completion, plus retainage of \$58,838.35 (total of \$247,176.70), or in the alternative, in the full amount of \$750,235.00 (less the cumulative amounts of the five payments reflected in *Subsections B to F*, inclusive, of Section 1, following), should Claimant be required, or further agrees, to complete the Work.

Section 1 (Plumbing System Work Performed by Claimant):

A. Claimant's Statement of Claim arises from the Plumbing System Work for benefit of the Project, for the estimated cost of \$750,235.00, as directed to Craig Properties, LLC (Watertown, SD) as accepted by one Jesse Craig on April 25, 2022 ("Obligor"), a true copy being annexed hereto as "Exhibit A." The proposal is inclusive of both materials and labor, as described, without further differentiation, and further provides that ten (10) percent down is "required within 60 days of signed contract." As Owner and Obligors neither suggested nor required any formal contract, Claimant is of the view the bid – with acceptance by Jesse Craig on April 25, 2022 – is the contract for the Plumbing System Work.

B. Claimant, by *Payment Application # 1*, dated May 18, 2022, requested payment of \$75,023.50 (being 10% of the bid), less retainage of \$7,502.35, for net payment due of \$67,521.15; a true copy of *Payment Application # 1* is annexed hereto as Exhibit B. This amount was paid to and received by Claimant July 20, 2022.

C. Claimant, by *Payment Application # 2*, dated July 25, 2022, requested payment of \$67,500.00, net of retainage; a true copy of *Payment Application # 2* is annexed as Exhibit C. This amount was paid and received by Claimant on August 19, 2022.

D. On or about August 2, 2022, Obligor Craig Development, LLC, paid Claimant the sum of \$75,023.50, although *Payment Application # 3* had not yet been prepared or submitted; under the circumstances, Obligor instructed Claimant to not submit # 3; the document annexed as Exhibit D merely recounts the fact of payment and retainage at the time and in the amount described in this Subsection D.

E. Claimant, by *Payment Application # 4*, dated August 22, 2022, requested payment of \$67,500.00, net of retainage; a true copy of *Payment Application # 4* is annexed as Exhibit E. This amount was paid to Claimant on September 27, 2022.

F. Claimant, by *Payment Application # 5*, dated September 22, 2022, requested payment of \$67,500.00, net of retainage; a true copy of *Payment Application # 5* is attached as Exhibit F. This amount was paid to Claimant on December 14, 2022.

G. Claimant, by *Payment Application # 6*, dated October 19, 2022, requested payment of \$67,500.00, net of retainage; a true copy of *Payment Application # 6* is attached as Exhibit G. No amount of *Payment Application # 6* has been paid to Claimant as of the date of this Statement.

H. Claimant, by *Payment Application # 7*, dated November 18, 2022, requested payment of \$67,500.00, net of retainage; a true copy of *Payment Application # 7* is attached as Exhibit H. No amount of *Payment Application # 7* has been paid to Claimant as of the date of this Statement.

I. Claimant, by *Payment Application # 8*, dated December 19, 2022, requested payment of \$49,500.00, net of retainage; a true copy of *Payment Application # 8* is attached as Exhibit I. No amount of *Payment Application # 8* has been paid to Claimant as of the date of this Statement.

J. At the date of this Statement, based on the seven (7) *Payment Applications* identified above, plus the additional payment described in Subsection D, Claimant has completed Plumbing System Work of the value of \$588,383.35, with \$58,838.35 being assigned to retainage. Of the balance billed to Obligor thus far (namely, \$533,383.00) Claimant, to date, has received payments in the total amount of \$345,044.65 (unpaid balance being \$188,338.35). Claimant continued to provide Plumbing System Work after the date of *Payment Application # 8*, with Claimant's last material contribution being on December 1, 2022. On that date, Claimant's wholesale supplier, P&H Wholesale, Sioux Falls, delivered to Owner's site the two (2) large water heaters as are listed on the first page of Exhibit A, under the heading of "mechanical" – these items were included in *Payment Application # 8* (Exhibit I). However, further installation had to be deferred, as the roof over the mechanical room remained unfinished and was not weatherproof; these units were stored in a locked garage on site, under Owner's control. Further, Claimant elected to cease further Plumbing System Work on Owner's Project, due to Owner's or Obligor's unsatisfactory track record. Payments were repeatedly promised, but never received. Claimant is willing and able to return to the Project to complete the work in question, provided a satisfactory, reliable payment system for completing the Plumbing System Work is put in place.

Section 2. (Summary of Present Claim): Collectively, Obligors (as identified in Section 3) are indebted to Claimant for the Plumbing System Work in the amount of \$188,338.35 (as further referenced in Section 1(J), above), this being the amount due and unpaid for the work completed, plus retainage of \$58,838.35.

Section 3 (Identity of Claimant, Obligors, Contribution Dates, Property Description & Owner):

- A. *The name and post office address of Claimant is:*
WATERTIGHT, INC., 18273 464th Ave., Castlewood, SD 57223
- B. *The name and post office address of the Obligors for whom the Work was furnished are:*
PREVAIL LLC, 10 N. Broadway, # 103, Watertown, SD 57201
PREVAIL BUILD, 100 E. Kemp Ave., Suite E, Watertown, SD 57201
BUILD, LLC, 100 E. Kemp Ave., Suite E, Watertown, SD 57201
CRAIG HOLDINGS, LLC., P.O. Box 426, Fargo, ND 58107-0426
CRAIG PROPERTIES, LLC., P.O. Box 426, Fargo, ND 58107-0426

Separate Certificates of Service of this Statement of Claim upon Obligors (by First Class Mail) and Owner (Certified Mail), following, are completed only for the original instrument recorded with Register of Deeds, Codington County, South Dakota

Certificate of Service as to Obligors (First Class Mail):

Undersigned certifies that a true copy of the foregoing lien statement (with all identified attachments) was mailed to each of the Obligors as are identified in Section 3(B), by means of first-class mail, by mailing at a facility of the U.S. Postal Service at Harrisburg, South Dakota, the date below written:

Date: February 21, 2023

Janna Severson
 Janna Severson, Legal Assistant
 ARVID J. SWANSON, P.C.
 27452 482nd Ave.
 Canton, SD 57013
 (605) 743-2070

Certificate of Service as to Owner (Certified Mail, Return Receipt Requested):

Pursuant to SDCL §44-9-17, the undersigned says that on the date below stated, a true copy of the foregoing lien statement (with all identified attachments) was mailed to the Owner identified above, at said Owner's last known address, as listed in Section 3(D), by certified mail, return receipt requested, at a facility of the U.S. Postal Service at Harrisburg, South Dakota, the post office receipt being affixed immediately following:

7015 1730 0000 8572 5920

U.S. Postal Service™	
CERTIFIED MAIL® RECEIPT	
Domestic Mail Only	
For delivery information, visit our website at www.usps.com	
Watertown, SD 57201	
OFFICIAL USE	
Certified Mail Fee	\$4.15
Extra Services & Fees (check box, add fee as appropriate)	\$3.25
<input type="checkbox"/> Return Receipt (hardcopy)	\$0.00
<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00
Postage	\$2.46
Total Postage and Fees	\$9.96
Sent To	The Ruins, LLC
Street and Apt. No., or PO Box No.	10 N. Broadway, # 103
City, State, ZIP+4®	Watertown, SD 57201
PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions	

Postmark: FEB 21 2023

Date: February 21, 2023

Janna Severson
 Janna Severson, Legal Assistant
 ARVID J. SWANSON P.C.
 27452 482nd Ave.
 Canton, SD 57013
 (605) 743-2070

Errata Note by Instrument Preparer:

The reference to the unpaid balance in Section 3E, at page 3, line four, in lieu of \$195,861.85, being correctly stated in the opening paragraph and in Section 1J and again in Section 2, is corrected to read:

“\$188,338.35, plus retainage of \$58,835.35, said amounts being inclusive of all Work performed to date, but does not include(a) the value of work performed following the date of Payment Application # 8, or (b) any further, future Plumbing System Work to the stage of competition.”

AJS

Watertight Inc.

18273 484th Ave
 Castlewood, SD 57223
 (605) 237-1221
 watertightcorp@gmail.com

**Estimate****ADDRESS****Craig Properties****315 East Kamp****Watertown, SD 57201****ESTIMATE****The Ruins /1382****DATE****03/24/2022****EXPIRATION DATE****04/25/2022**

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales		750,235.00	750,235.00
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet. ground floor, 2nd floor, 3rd floor, 4th floor.			

1 - Floor drain in trash room on ground level only.
 1 - Plumbing for shut off's in mechanical room for each floor.
 Bathrooms on main floor.
 Installation of fixtures provided by Watertight:
 7 - Wall mount toilets ADA elongated.
 7 - Wall mount carriers.
 7 - 1955CTBP 000 White Elongated plastic seat.
 7 - Handle flush valves.
 2 - Trimbrook Urinals with Handle flush valves.
 7 - Delta 501-DST lav faucets.
 7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.
 7 - 760W-1 1-1/4 17G Offset Gr Drain.
 5 - 36" grab bars.
 5 - 42" grab bars.
 1 - EW Cooler with bottle filler.
 Scope of work:
 Labor for plumbing groundwork, rough-in, and trim out.
 Water lines ran in PEX.
 Drains and vents ran in PVC.
 Not Included:
 X-No dividers for the toilets and urinals.
 X-No toilets, sinks, or faucets.
 X-No floor drains for clothes washers.
 X-No ice maker boxes.
 X-No water or gas meters.
 X-No Excise Tax, Bonds, or Builders Risk Insurance figured.
 X-No radon piping or systems.
 X-No sump pumps or elevator sump pumps figured.
 X-Sewer, Water, and Storm Sewer to be stubbed in by different company.
 X-Temporary heat, de-watering, and replacing unsuitable soil not included.

10 percent down required with in 60 days of signed contract.
 THIS BID EXPIRES ON THIS DATE 04/25/2022.
 To go with a OT-500 oil sand separator as spec'd on plans the bid price would go to \$760,000.

SUBTOTAL	750,235.00
TAX	0.00
TOTAL	\$750,235.00

Accepted By

Accepted


Accepted by: 
 Jesse Am
 4-25-22

EXHIBIT B

Claimant's Payment Application # 1
(May 18, 2022), Annexed

\$67,521.15
Net of Retainage

Paid

PAYMENT APPLICATION

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TO: Craig Properties 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223 FOR:	PROJECT: The Ruins 315 E Kemp Watertown SD 57201	Application # 1 Period Start 4/25/2022 Period End 5/25/2022 Application Date 5/18/2022 Subcontract #: Date of Contract	Distribution To: Watertight, Inc 18273 464th Ave Castlewood, SD 57223
--	---	---	---

CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached	Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.																
1 CONTRACT AMOUNT <u>\$ 750,235.00</u>	CONTRACTOR: By: <u>Chris Serie</u> Date: <u>5/18/2022</u>																
2 SUM OF ALL CHANGE ORDERS <u> </u>																	
3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) <u>\$750,235.00</u>																	
4 TOTAL COMPLETED AND STORED <u>\$ 75,023.50</u> (Column G on Continuation Page)																	
5 RETAINAGE:	Certification The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made.																
a. 10% of completed work <u>\$ 7,502.35</u> (Columns D+E on Continuation Page)																	
b. 10% of Material Stored <u> </u> (Column F on Continuation Page)																	
Total Retainage (Line 5a + 5b or column I on Continuation Page) <u>\$7,502.35</u>																	
6 TOTAL COMPLETED AND STORED LESS RETAINAGE <u>\$67,521.15</u> (Line 4 Minus Line 5 Total)																	
7 LESS PREVIOUS PAYMENT APPLICATIONS <u>\$ -</u> (Line 6 from Prior Application)	Certified Amount Date: (If the certified amount is different from the payment due, you should attach an explanation. Initial all figures)																
8 PAYMENT DUE <u>\$67,521.15</u>																	
9 BALANCE TO COMPLETION <u>\$682,713.85</u> (Line 3 Minus Line 6)																	
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:40%;">SUMMARY OF CHANGE ORDER</th> <th style="width:30%;">Additions</th> <th style="width:30%;">Deductions</th> </tr> <tr> <td>Total changes approved in previous months</td> <td></td> <td></td> </tr> <tr> <td>Total changes approved this month</td> <td></td> <td></td> </tr> <tr> <td style="text-align: right;">TOTALS</td> <td>\$0.00</td> <td>\$0.00</td> </tr> <tr> <td style="text-align: right;">NET CHANGES</td> <td>\$0.00</td> <td></td> </tr> </table>		SUMMARY OF CHANGE ORDER	Additions	Deductions	Total changes approved in previous months			Total changes approved this month			TOTALS	\$0.00	\$0.00	NET CHANGES	\$0.00		GENERAL CONTRACTOR: By: _____ Date: _____ ARCHITECT: By: _____ Date: _____ Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.
SUMMARY OF CHANGE ORDER	Additions	Deductions															
Total changes approved in previous months																	
Total changes approved this month																	
TOTALS	\$0.00	\$0.00															
NET CHANGES	\$0.00																

CONTINUATION PAGE Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 14 of 126

APPLICATION # 2

DATE OF APPLICATION

PERIOD THRU

SUBCONTRACT #

Payment application containing Contractor's signature is attached.

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)		
01	Billing for 10% of project	\$ 750,235.00		\$ 75,023.50		\$ 75,023.50	10%	\$ 675,211.50	\$ 7,502.35
02						\$ -		\$ -	
03						\$ -		\$ -	
04						\$ -		\$ -	
05						\$ -		\$ -	
06						\$ -		\$ -	
07						\$ -		\$ -	
08						\$ -		\$ -	
09						\$ -		\$ -	
10						\$ -		\$ -	
11						\$ -		\$ -	
12						\$ -		\$ -	
13						\$ -		\$ -	
14						\$ -		\$ -	
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16						\$ -		\$ -	
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29						\$ -		\$ -	
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31						\$ -		\$ -	
32						\$ -		\$ -	
33						\$ -		\$ -	
34						\$ -		\$ -	
35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
SUB-TOTALS		\$ 750,235.00	\$ -	\$ 75,023.50	\$ -	\$ 75,023.50	10%	\$ 675,211.50	\$ 7,502.35

EXHIBIT C

Claimant's Payment Application # 2
(July 25, 2022), Annexed

\$67,500.00
Net of Retainage

Paid

RRSB Ruins 03606

CONTINUATION PAGE

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APPLICATION #

2

DATE OF APPLICATION

PERIOD THRU

SUBCONTRACT #

Payment application containing Contractor's signature is attached.

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETION (G/C)		
01	Billing for 10% of project	\$ 750,235.00	75023.5			\$ 75,023.50	10%	\$ 675,211.50	\$ 7,502.35
02	Showers and rough in materials				\$ 52,500.00	\$ 52,500.00			\$ 5,250.00
03	Groundwork			\$ 22,500.00		\$ 22,500.00			\$ 2,250.00
04						\$ -		\$ -	
05						\$ -		\$ -	
06						\$ -		\$ -	
07						\$ -		\$ -	
08						\$ -		\$ -	
09						\$ -		\$ -	
10						\$ -		\$ -	
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14						\$ -		\$ -	
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32						\$ -		\$ -	
33						\$ -		\$ -	
34						\$ -		\$ -	
35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
SUB-TOTALS		\$ 750,235.00	\$ 75,023.50	\$ 22,500.00	\$ 52,500.00	\$ 150,023.50	20%		\$ 15,002.35

RRSB Ruins 03607

EXHIBIT D

Obligor Craig Development LLC Paid
Claimant the sum of \$67,500.00,
net of 10% Retainage
(August 18, 2022)
(There is no Payment Application # 3)

EXHIBIT E

Claimant's Payment Application # 4
(August 22, 2022), Annexed

\$67,000.00
(Net of Retainage)

Paid

PAYMENT APPLICATION

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TO:	Craig Properties 1405 1st Ave N Fargo ND 58102	PROJECT:	The Ruins 315 E Kemp Watertown SD 57201	Application #	4	Distribution To:	Watertight, Inc 18273 464th Ave Castlewood, SD 57223
FROM:	Watertight, Inc. 18273 464th Ave Castlewood, SD 57223			Period Start	7/25/2022		
				Period End	8/25/2022		
				Application Date	8/22/2022		
				Subcontract #:			
				Date of Contract			

CONTRACTORS SUMMARY OF WORK			Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.		
Application is made for payment as shown below. Continuation Page is Attached			CONTRACTOR:		
1	CONTRACT AMOUNT	\$ 750,235.00	By:	<u>Chris Serie</u>	Date: 8/22/2022
2	SUM OF ALL CHANGE ORDERS				
3	CURRENT CONTRACT AMOUNT (Line 1 + Line 2)	\$750,235.00			
4	TOTAL COMPLETED AND STORED (Column G on Continuation Page)	\$ 308,383.00			
5	RETAINAGE:				
a.	10% of completed work (Columns D+E on Continuation Page)	\$ 30,838.35			
b.	10% of Material Stored (Column F on Continuation Page)				
	Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$30,838.35			
6	TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total)	\$277,544.65	Certification		
7	LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)	\$ 210,044.85	The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made.		
8	PAYMENT DUE	\$67,500.00	Certified Amount Date:		
9	BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$472,690.35	(If the certified amount is different from the payment due, you should attach an explanation. Initial all figures)		
SUMMARY OF CHANGE ORDERS			GENERAL CONTRACTOR:		
Additions			By: Date:		
Deductions			ARCHITECT:		
Total changes approved in previous months			By: Date:		
Total changes approved this month					
TOTALS		\$0.00	Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.		
NET CHANGES		\$0.00			

RRSB Ruins 03610

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APPLICATION #
DATE OF APPLICATION
PERIOD THRU
SUBCONTRACT #

2

Payment application containing Contractor's signature is attached.

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETION (G/C)		
01	Billing for 10% of project	\$ 750,235.00	75023.5			\$ 75,023.50	10%	\$ 675,211.50	\$ 7,502.35
02	Showers and rough in materials		\$ 52,500.00			\$ 52,500.00			\$ 5,250.00
03	Groundwork		\$ 22,500.00			\$ 22,500.00		\$ 600,211.50	\$ 2,250.00
05	Groundwork		\$ 83,359.50			\$ 83,359.50			\$ 8,336.00
06	Groundwork Labor			\$ 75,000.00		\$ 75,000.00			\$ 7,500.00
07						\$ -		\$ -	
08						\$ -		\$ -	
09						\$ -		\$ -	
10						\$ -		\$ -	
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35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
SUB-TOTALS		\$ 750,235.00	\$ 233,383.00	\$ 75,000.00	\$ -	\$ 308,383.00			\$ 30,838.35

RRSB Ruins 03611

EXHIBIT F

Claimant's Payment Application # 5
(September 22, 2022), Annexed

\$67,000.00
(Net of Retainage)
Paid on December 19, 2022

PAYMENT APPLICATION

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TO:	Craig Properties 1405 1st Ave N Fargo ND 58102	PROJECT:	The Ruins 315 E Kemp Watertown SD 57201	Application #	5	Distribution To:	Watertight, Inc 18273 464th Ave Castlewood, SD 57223
FROM:	Watertight, Inc. 18273 464th Ave Castlewood, SD 57223			Period Start	8/25/2022		
				Period End	9/25/2022		
				Application Date	9/22/2022		
				Subcontract #:			
				Date of Contract			

CONTRACTORS SUMMARY OF WORK

Application is made for payment as shown below.

Continuation Page is Attached

1	CONTRACT AMOUNT		\$ 750,235.00
2	SUM OF ALL CHANGE ORDERS		
3	CURRENT CONTRACT AMOUNT (Line 1 + Line 2)		\$750,235.00
4	TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 383,383.00
5	RETAINAGE:		
a.	10% of completed work (Columns D+E on Continuation Page)	\$	38,338.35
b.	10% of Material Stored (Column F on Continuation Page)		
	Total Retainage (Line 5a + 5b or column I on Continuation Page)		\$38,338.35
6	TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total)		\$345,044.65
7	LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)	\$	277,544.65
8	PAYMENT DUE		\$67,500.00
9	BALANCE TO COMPLETION (Line 3 Minus Line 6)		\$405,190.35

Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.

CONTRACTOR:

By: Chris Serie Date: 9/22/2022

Certification

The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made.

Certified Amount Date:

(If the certified amount is different from the payment due, you should attach an explanation. Initial all figures)

GENERAL CONTRACTOR:

By: Date:

ARCHITECT:

By: Date:

Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.

RRSB Ruins 03613

SUMMARY OF CHANGE ORDERS	Additions	Deductions
Total changes approved in previous months		
Total changes approved this month		
TOTALS	\$0.00	\$0.00
NET CHANGES	\$0.00	

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APPLICATION #

2

DATE OF APPLICATION

PERIOD THRU

SUBCONTRACT #

Payment application containing Contractor's signature is attached.

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETED (G/C)		
01	Billing for 10% of project	\$ 750,235.00	75023.5			\$ 75,023.50	10%	\$ 675,211.50	\$ 7,502.35
02	Showers and rough in materials		\$ 52,500.00			\$ 52,500.00			\$ 5,250.00
03	Groundwork		\$ 22,500.00			\$ 22,500.00		\$ 600,211.50	\$ 2,250.00
05	Groundwork		\$ 83,359.50			\$ 83,359.50			\$ 8,336.00
06	Groundwork Labor		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
07	Labor for Rough In			\$ 75,000.00		\$ 75,000.00			\$ 7,500.00
08						\$ -		\$ -	
09						\$ -		\$ -	
10						\$ -		\$ -	
11						\$ -		\$ -	
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13						\$ -		\$ -	
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18						\$ -		\$ -	
19						\$ -		\$ -	
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34						\$ -		\$ -	
35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
	SUB-TOTALS	\$ 750,235.00	\$ 308,383.00	\$ 75,000.00	\$ -	\$ 383,383.00			\$ 38,338.35

RRSB Ruins 03614

EXHIBIT G

Claimant's Payment Application # 6
(October 19, 2022), Annexed

\$67,000.00
(Net of Retainage)

Not Paid on Date of Statement of Claim

PAYMENT APPLICATION

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TO: Craig Properties 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223 FOR:	PROJECT: The Ruins 315 E Kemp Watertown SD 57201	Application # 6 Period Start 9/25/2022 Period End 10/25/2022 Application Date 10/19/2022 Subcontract #: Date of Contract	Distribution To: Watertight, Inc 18273 464th Ave Castlewood, SD 57223
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CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached 1 CONTRACT AMOUNT \$ 750,235.00 2 SUM OF ALL CHANGE ORDERS 3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) \$750,235.00 4 TOTAL COMPLETED AND STORED \$ 458,383.00 (Column G on Continuation Page) 5 RETAINAGE: a. 10% of completed work \$ 45,838.35 (Column D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) \$45,838.35 6 TOTAL COMPLETED AND STORED LESS RETAINAGE \$412,544.65 (Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATIONS \$ 345,044.65 (Line 6 from Prior Application) 8 PAYMENT DUE \$67,500.00 9 BALANCE TO COMPLETION \$337,690.35 (Line 3 Minus Line 6) <table border="1" style="width:100%; border-collapse: collapse; margin-top: 5px;"> <tr> <th style="width:40%;">SUMMARY OF CHANGE ORDERS</th> <th style="width:30%;">Additions</th> <th style="width:30%;">Deductions</th> </tr> <tr> <td>Total changes approved in previous months</td> <td></td> <td></td> </tr> <tr> <td>Total changes approved this month</td> <td></td> <td></td> </tr> <tr> <td>TOTALS</td> <td style="text-align: right;">\$0.00</td> <td style="text-align: right;">\$0.00</td> </tr> <tr> <td>NET CHANGES</td> <td style="text-align: right;">\$0.00</td> <td></td> </tr> </table>	SUMMARY OF CHANGE ORDERS	Additions	Deductions	Total changes approved in previous months			Total changes approved this month			TOTALS	\$0.00	\$0.00	NET CHANGES	\$0.00		<p>Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.</p> <p>CONTRACTOR:</p> <p>By: <u>Chris Serie</u> Date: <u>10/19/2022</u></p> <p>Certification</p> <p>The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made.</p> <p>Certified Amount Date:</p> <p>(If the certified amount is different from the payment due, you should attach an explanation. Initial all figures)</p> <p>GENERAL CONTRACTOR:</p> <p>By: _____ Date: _____</p> <p>ARCHITECT:</p> <p>By: _____ Date: _____</p> <p>Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.</p>
SUMMARY OF CHANGE ORDERS	Additions	Deductions														
Total changes approved in previous months																
Total changes approved this month																
TOTALS	\$0.00	\$0.00														
NET CHANGES	\$0.00															

RRSB Ruins 03616

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APPLICATION # 2

DATE OF APPLICATION

PERIOD THRU

SUBCONTRACT #

Payment application containing Contractor's signature is attached.

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETED (G/C)		
01	Billing for 10% of project	\$ 750,235.00	75023.5			\$ 75,023.50	10%	\$ 675,211.50	\$ 7,502.35
02	Showers and rough in materials		\$ 52,500.00			\$ 52,500.00			\$ 5,250.00
03	Groundwork		\$ 22,500.00			\$ 22,500.00		\$ 600,211.50	\$ 2,250.00
05	Groundwork		\$ 83,359.50			\$ 83,359.50			\$ 8,336.00
06	Groundwork Labor		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
07	Labor for Rough In		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
08	Labor for Rough In			\$ 75,000.00		\$ 75,000.00			\$ 7,500.00
09						\$ -		\$ -	
10						\$ -		\$ -	
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34						\$ -		\$ -	
35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
	SUB-TOTALS	\$ 750,235.00	\$ 383,383.00	\$ 75,000.00	\$ -	\$ 458,383.00			\$ 45,838.35

RRSB Ruins 03617

EXHIBIT H

Claimant's Payment Application # 7
(November 18, 2022), Annexed

\$67,000.00
(Net of Retainage)

Not Paid on Date of Statement of Claim

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PAYMENT APPLICATION

TO:	Craig Properties 1405 1st Ave N Fargo ND 58102	PROJECT:	The Ruins 315 E Kemp Watertown SD 57201	Application #	7	Distribution To:	Watertight, Inc 18273 464th Ave Castlewood, SD 57223
FROM:	Watertight, Inc. 18273 464th Ave Castlewood, SD 57223			Period Start	10/26/2022		
				Period End	11/25/2022		
				Application Date	11/18/2022		
				Subcontract #:			
				Date of Contract			

CONTRACTORS SUMMARY OF WORK

Application is made for payment as shown below.

Continuation Page is Attached

1	CONTRACT AMOUNT		\$ 750,235.00
2	SUM OF ALL CHANGE ORDERS		
3	CURRENT CONTRACT AMOUNT (Line 1 + Line 2)		\$750,235.00
4	TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 533,383.00
5	RETAINAGE:		
a.	10% of completed work (Columns D+E on Continuation Page)	\$ 53,338.35	
b.	10% of Material Stored (Column F on Continuation Page)		
	Total Retainage (Line 5a + 5b or column I on Continuation Page)		\$53,338.35
6	TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total)		\$480,044.85
7	LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)		\$ 412,544.85
8	PAYMENT DUE		\$67,500.00
9	BALANCE TO COMPLETION (Line 3 Minus Line 6)		\$270,190.35

Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.

CONTRACTOR:

By: Chris Serie Date: 11/18/2022

Certification

The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made.

Certified Amount Date:

(If the certified amount is different from the payment due, you should attach an explanation. Initial all figures.)

GENERAL CONTRACTOR:

By: Date:

ARCHITECT:

By: Date:

Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.

SUMMARY OF CHANGE ORDERS	Additions	Deductions
Total changes approved in previous months		
Total changes approved this month		
TOTALS	\$0.00	\$0.00
NET CHANGES	\$0.00	

RRSB Ruins 03619

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Payment application containing Contractor's signature is attached.

APPLICATION # 7
DATE OF APPLICATION 11/18/2022
PERIOD THRU 11/25/2022
SUBCONTRACT #

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETED (G/C)		
01	Billing for 10% of project	\$ 750,235.00	75023.5			\$ 75,023.50	10%	\$ 675,211.50	\$ 7,502.35
02	Showers and rough in materials		\$ 52,500.00			\$ 52,500.00			\$ 5,250.00
03	Groundwork		\$ 22,500.00			\$ 22,500.00		\$ 600,211.50	\$ 2,250.00
05	Groundwork		\$ 83,359.50			\$ 83,359.50			\$ 8,336.00
06	Groundwork Labor		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
07	Labor for Rough In		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
08	Labor for Rough In		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
09	Labor for Rough In			\$ 75,000.00		\$ 75,000.00			\$ 7,500.00
10						\$ -		\$ -	
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36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
SUB-TOTALS		\$ 750,235.00	\$ 458,383.00	\$ 75,000.00	\$ -	\$ 533,383.00			\$ 53,338.35

RRSB Ruins 03620

EXHIBIT I

Claimant's Payment Application # 8
(December 19, 2022), Annexed

\$49,500.00
(Net of Retainage)

Not Paid on Date of Statement of Claim

PAYMENT APPLICATION

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TO: Craig Properties 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223 FOR:	PROJECT: The Ruins 315 E Kemp Watertown SD 57201	Application # 8 Period Start 11/26/2022 Period End 12/25/2022 Application Date 12/19/2022 Subcontract #: Date of Contract:	Distribution To: Watertight, Inc 18273 464th Ave Castlewood, SD 57223
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CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached 1 CONTRACT AMOUNT <u>\$ 750,235.00</u> 2 SUM OF ALL CHANGE ORDERS <u> </u> 3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) <u>\$750,235.00</u> 4 TOTAL COMPLETED AND STORED <u>\$ 588,383.00</u> (Column G on Continuation Page) 5 RETAINAGE: a. 10% of completed work <u>\$ 58,838.35</u> (Column D+E on Continuation Page) b. 10% of Material Stored <u> </u> (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) <u>\$58,838.35</u> 6 TOTAL COMPLETED AND STORED LESS RETAINAGE <u>\$529,544.65</u> (Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATIONS <u>\$ 535,044.85</u> (Line 6 from Prior Application) 8 PAYMENT DUE <u>\$49,500.00</u> 9 BALANCE TO COMPLETION <u>\$220,890.35</u> (Line 3 Minus Line 6) <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:40%;">SUMMARY OF CHANGE ORDERS</th> <th style="width:30%;">Additions</th> <th style="width:30%;">Deductions</th> </tr> <tr> <td>Total changes approved in previous months</td> <td></td> <td></td> </tr> <tr> <td>Total changes approved this month</td> <td></td> <td></td> </tr> <tr> <td style="text-align: right;">TOTALS</td> <td>\$0.00</td> <td>\$0.00</td> </tr> <tr> <td style="text-align: right;">NET CHANGES</td> <td>\$0.00</td> <td></td> </tr> </table>	SUMMARY OF CHANGE ORDERS	Additions	Deductions	Total changes approved in previous months			Total changes approved this month			TOTALS	\$0.00	\$0.00	NET CHANGES	\$0.00		<p>Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.</p> <p>CONTRACTOR:</p> <p>By: <u>Chris Serie</u> Date: <u>12/19/2022</u></p> <p>Certification</p> <p>The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made.</p> <p>Certified Amount Date:</p> <p>(If the certified amount is different from the payment due, you should attach an explanation. Initial all figures.)</p> <p>GENERAL CONTRACTOR:</p> <p>By: Date:</p> <p>ARCHITECT:</p> <p>By: Date:</p> <p>Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.</p>
SUMMARY OF CHANGE ORDERS	Additions	Deductions														
Total changes approved in previous months																
Total changes approved this month																
TOTALS	\$0.00	\$0.00														
NET CHANGES	\$0.00															

RRSB Ruins 03622

CONTINUATION PAGE Case 25-30004 Doc 90 Filed 09/22/25 Entered 09/22/25 16:39:43 Desc Main Document Page 33 of 126

Payment application containing Contractor's signature is attached.

APPLICATION # 8
DATE OF APPLICATION 12/19/2022
PERIOD THRU 12/25/2022

SUBCONTRACT #

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			D AMOUNT PREVIOUS PERIODS	E AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETED (G/C)		
01	Billing for 10% of project	\$ 750,235.00	75023.5			\$ 75,023.50	10%	\$ 675,211.50	\$ 7,502.35
02	Showers and rough in materials		\$ 52,500.00			\$ 52,500.00			\$ 5,250.00
03	Groundwork		\$ 22,500.00			\$ 22,500.00		\$ 600,211.50	\$ 2,250.00
05	Groundwork		\$ 83,359.50			\$ 83,359.50			\$ 8,336.00
06	Groundwork Labor		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
07	Labor for Rough In		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
08	Labor for Rough In		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
09	Labor for Rough In		\$ 75,000.00			\$ 75,000.00			\$ 7,500.00
10	Water heaters and piping supplies				\$ 55,000.00	\$ 55,000.00			\$ 5,500.00
11						\$ -		\$ -	
12						\$ -		\$ -	
13						\$ -		\$ -	
14						\$ -		\$ -	
15						\$ -		\$ -	
16						\$ -		\$ -	
17						\$ -		\$ -	
18						\$ -		\$ -	
19						\$ -		\$ -	
20						\$ -		\$ -	
26						\$ -		\$ -	
27						\$ -		\$ -	
28						\$ -		\$ -	
29						\$ -		\$ -	
30						\$ -		\$ -	
31						\$ -		\$ -	
32						\$ -		\$ -	
33						\$ -		\$ -	
34						\$ -		\$ -	
35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
	SUB-TOTALS	\$ 750,235.00	\$ 533,383.00	\$ -	\$ 55,000.00	\$ 588,383.00			\$ 58,838.35

RRSB Ruins 03623

Exhibit B

Watertight, Inc.

Ruins Estimates and Invoices

Watertight Inc.

18273 464th Ave
 Castlewood, SD 57223
 (605) 237-1221
 watertightcorp@gmail.com

**Estimate****ADDRESS**

Craig Properties
315 East Kemp
Watertown, SD 57201

ESTIMATE The Ruins /1382
 DATE 03/24/2022
 EXPIRATION DATE 04/25/2022

DATE	ACTIVITY	RATE	AMOUNT
	Sales	750,235.00	750,235.00
	The Ruins plumbing bid includes:		
	Apartments:		
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.		
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.		
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.		
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.		
	84 - Lavatory sink plumbing and installation of customer provided faucets.		
	78 - Toilet plumbing and installation of customer provided toilets.		
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.		
	63 - Clothes washer boxes.		
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.		
	Mechanical:		
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump		
	1 - Floor drain in mechanical room		
	1 - Gas piping for Water heaters and parking garage heaters		
	1 - Hose bib in the mech room.		
	Roof Drains:		
	20 - Roof drains according to plan.		
	Parking garage:		
	10 - FD-2 floor drains where shown with no traps.		
	11 - FD-1 floor drains where shown.		
	1 - Striem OS-100 gpm sand/oil separator.		
	Core drilling for plumbing only is included.		
	Utility room:		
	4 - Mop sink plumbing with chrome faucet. ground floor, 2nd floor, 3rd floor, 4th floor.		

- 1 - Floor drain in trash room on ground level only.
- 1 - Plumbing for shut off's in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

- 7 - Wall mount toilets ADA elongated.
- 7 - Wall mount carriers.
- 7 - 1955CTBP 000 White Elongated plastic seat.
- 7 - Handle flush valves.
- 2 - Trimbroke Urinals with Handle flush valves.
- 7 - Delta 501-DST lav faucets.
- 7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.
- 7 - 760W-1 1-1/4 17G Offset Gr Drain.
- 5 - 36" grab bars.
- 5 - 42" grab bars.
- 1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

- X-No dividers for the toilets and urinals.
- X-No toilets, sinks, or faucets.
- X-No floor drains for clothes washers.
- X-No ice maker boxes.
- X-No water or gas meters.
- X-No Excise Tax, Bonds, or Builders Risk Insurance figured.
- X-No radon piping or systems.
- X-No sump pumps or elevator sump pumps figured.
- X-Sewer, Water, and Storm Sewer to be stubbed in by different company.
- X-Temporary heat, de-watering, and replacing unsuitable soil not included.

10 percent down required with in 60 days of signed contract.

THIS BID EXPIRES ON THIS DATE 04/25/2022.

To go with a OT-500 oil sand separator as spec'd on plans the bid price would go to \$760,000.

SUBTOTAL

750,235.00

TAX

0.00

TOTAL

\$750,235.00

Accepted By

Accepted

Accepted by: 
Jesse Ay
4-25-22

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE**

BILL TO
The Ruins
 315 East Kemp
 Watertown, SD 57201

INVOICE 2956
DATE 05/25/2022
DUE DATE 06/15/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.09	750,235.00	67,521.15
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet.			

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

SUBTOTAL	67,521.15
TAX	0.00
TOTAL	67,521.15
PAYMENT	67,521.15
BALANCE DUE	\$0.00
	PAID

Estimate Summary

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 2956	\$0.00
Total invoiced	540,099.69

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE**

BILL TO
The Ruins
 315 East Kemp
 Watertown, SD 57201

INVOICE 3033
DATE 06/25/2022
DUE DATE 07/25/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.10	750,235.00	75,023.50
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet.			

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

SUBTOTAL	75,023.50
TAX	0.00
TOTAL	75,023.50
PAYMENT	75,023.50
BALANCE DUE	\$0.00
	PAID

Estimate Summary

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
This invoice 3033	\$0.00
Total invoiced	540,099.69

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE**

BILL TO
The Ruins
 315 East Kemp
 Watertown, SD 57201

INVOICE 3032
DATE 07/25/2022
DUE DATE 08/24/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0899718	750,235.00	67,500.00
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet.			

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

SUBTOTAL

67,500.00

TAX

0.00

TOTAL

67,500.00

PAYMENT

67,500.00

BALANCE DUE

\$0.00

PAID

Estimate Summary

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3032	\$0.00
Total invoiced	540,099.69

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE**

BILL TO
The Ruins
 315 East Kemp
 Watertown, SD 57201

INVOICE 3064
DATE 08/25/2022
DUE DATE 09/24/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0899718	750,235.00	67,500.00
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet.			

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

SUBTOTAL	67,500.00
TAX	0.00
TOTAL	67,500.00
PAYMENT	67,500.00
BALANCE DUE	\$0.00
	PAID

Estimate Summary

Estimate The Ruins /1382	750,235.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3064	\$0.00
Total invoiced	540,099.69

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE**

BILL TO
 The Ruins
 315 East Kemp
 Watertown, SD 57201

INVOICE 3065
 DATE 09/25/2022
 DUE DATE 10/25/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0899718	750,235.00	67,500.00
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet.			

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

SUBTOTAL	67,500.00
TAX	0.00
TOTAL	67,500.00
PAYMENT	67,500.00
BALANCE DUE	\$0.00
	PAID

Estimate Summary

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3065	\$0.00
Total invoiced	540,099.69

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE**

BILL TO
 The Ruins
 315 East Kemp
 Watertown, SD 57201

INVOICE 3127
 DATE 10/25/2022
 DUE DATE 11/15/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0899718	750,235.00	67,500.00
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet.			

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

Late Fee

1,012.50T

1.5% - Applied on Dec 14, 2022

Late Fee

1,028.37T

1.5% - Applied on Jan 14, 2023

Late Fee

1,044.49T

1.5% - Applied on Feb 14, 2023

Late Fee

1,060.86T

1.5% - Applied on Mar 14, 2023

SUBTOTAL

71,646.22

TAX

0.00

TOTAL

71,646.22

PAYMENT

67,500.00

BALANCE DUE

\$4,146.22

Estimate Summary

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3127	\$4,146.22
Total invoiced	540,099.69

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO**

The Ruins
 315 East Kemp
 Watertown, SD 57201

INVOICE 3128
 DATE 11/25/2022
 DUE DATE 12/15/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0899718	750,235.00	67,500.00
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet.			

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

Late Fee

1,012.50T

1.5% - Applied on Dec 21, 2022

Late Fee

1,028.37T

1.5% - Applied on Jan 21, 2023

Late Fee

1,044.49T

1.5% - Applied on Feb 21, 2023

Late Fee

1,060.86T

1.5% - Applied on Mar 21, 2023

SUBTOTAL

71,646.22

TAX

0.00

TOTAL

71,646.22

PAYMENT

67,500.00

BALANCE DUE

\$4,146.22

Estimate Summary

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3155	51,762.60
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3033	75,023.50
This invoice 3128	\$4,146.22
Total invoiced	540,099.69

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE**

BILL TO
The Ruins
 315 East Kemp
 Watertown, SD 57201

INVOICE 3155
DATE 12/25/2022
DUE DATE 01/15/2023

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0659793	750,235.00	49,500.00
	The Ruins plumbing bid includes:			
	Apartments:			
	2 - White Salo 162-34HBF handicap shower with seat and grab bars with Moen T3558 Brushed Nickel shower faucets Units 203 RH seat, 212 LH seat.			
	72 - Salo 148 showers without seat and Moen T2192 Brushed Nickel shower faucets.			
	2 - Salo S160x30 right hand seat with a Moen T2192 Brushed Nickel.			
	2 - Salo S160x30 left hand seat with a Moen T2192 Brushed Nickel.			
	84 - Lavatory sink plumbing and installation of customer provided faucets.			
	78 - Toilet plumbing and installation of customer provided toilets.			
	63 - Kitchen sink plumbing w/ Dishwasher valves and drain tee and installation of customer provided sinks and faucets.			
	63 - Clothes washer boxes.			
	126 - Stainless basket strainers for kitchen sinks provided by Watertight.			
	Mechanical:			
	2 - 250,000 Btu gas high efficiency water heaters with expansion tanks, with 1/10th hr recirc pump			
	1 - Floor drain in mechanical room			
	1 - Gas piping for Water heaters and parking garage heaters			
	1 - Hose bib in the mech room.			
	Roof Drains:			
	20 - Roof drains according to plan.			
	Parking garage:			
	10 - FD-2 floor drains where shown with no traps.			
	11 - FD-1 floor drains where shown.			
	1 - Striem OS-100 gpm sand/oil separator.			
	Core drilling for plumbing only is included.			
	Utility room:			
	4 - Mop sink plumbing with chrome faucet.			

ground floor, 2nd floor, 3rd floor, 4th floor.

1 - Floor drain in trash room on ground level only.

1 - Plumbing for shut offs in mechanical room for each floor.

Bathrooms on main floor.

Installation of fixtures provided by Watertight:

7 - Wall mount toilets ADA elongated.

7 - Wall mount carriers.

7 - 1955CTBP 000 White Elongated plastic seat.

7 - Handle flush valves.

2 - Trimbrook Urinals with Handle flush valves.

7 - Delta 501-DST lav faucets.

7 - Lucerne 20-1/2x 18-1/4x 12-1/4in sinks.

7 - 760W-1 1-1/4 17G Offset Gr Drain.

5 - 36" grab bars.

5 - 42" grab bars.

1 - EW Cooler with bottle filler.

Scope of work:

Labor for plumbing groundwork, rough-in, and trim out.

Water lines ran in PEX.

Drains and vents ran in PVC.

Not Included:

X-No dividers for the toilets and urinals.

X-No toilets, sinks, or faucets.

X-No floor drains for clothes washers.

X-No ice maker boxes.

X-No water or gas meters.

X-No Excise Tax, Bonds, or Builders Risk

Insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by different company.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

Late Fee

742.50T

1.5% - Applied on Feb 8, 2023

Late Fee

754.14T

1.5% - Applied on Mar 8, 2023

Late Fee

765.96T

1.5% - Applied on Apr 8, 2023

SUBTOTAL

51,762.60

TAX

0.00

TOTAL

51,762.60

PAYMENT

51,762.60

BALANCE DUE

\$0.00

PAID

Estimate Summary

Estimate The Ruins /1382	750,235.00
Invoice 3064	67,500.00
Invoice 3065	67,500.00
Invoice 3032	67,500.00
Invoice 3127	71,646.22
Invoice 2956	67,521.15
Invoice 3128	71,646.22
Invoice 3033	75,023.50
This invoice 3155	\$0.00
Total invoiced	540,099.69

Exhibit C

Watertight, Inc.

Ruins Payments

TO VERIFY AUTHENTICITY, SEE REVERSE SIDE FOR DESCRIPTION OF THE 11 SECURITY FEATURES

Craig Development, LLC
PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

10451

77-7869/2913

**** SIXTY SEVEN THOUSAND FIVE HUNDRED TWENTY ONE AND 15/100 DOLLARS

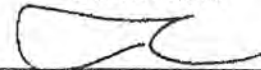
TO THE
ORDER OF

06/09/22

\$67,521.15**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account



Authorized Signature

The Ruins, LLC
1405 1st Ave N

Red River State Bank
300 2nd Ave W
Halstad, MN 56548

187

**** SEVENTY FIVE THOUSAND TWENTY THREE AND 50/100 DOLLARS

TO THE
ORDER OF

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

07/01/22

\$75,023.50**



The Ruins, LLC

1406 1st Ave N

Red River State Bank
300 2nd Ave W
Halstad, MN 56548

211

**** SIXTY SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

TO THE
ORDER OF

08/05/22

67,502.00**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Craig Development, LLC

PO Box 428
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

10899

77-7869/2913

**** SIXTY SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

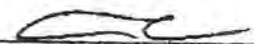
TO THE
ORDER OF

09/06/22

\$67,500.00**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account


Authorized Signature

TO VERIFY AUTHENTICITY, SEE REVERSE SIDE FOR DESCRIPTION OF THE 11 SECURITY FEATURES

Craig Development, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

11351

77-7869/2913

**** SIXTY SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

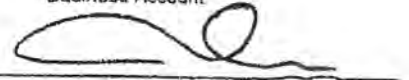
TO THE
ORDER OF

12/08/22

\$67,500.00**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account



Authorized Signature

Craig Development, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

11757

77-7869/2913

**** FORTY NINE THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

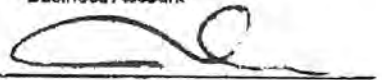
TO THE
ORDER OF

03/21/23

\$49,500.00**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account



Authorized Signature

Craig Development, LLC

PO Box 428
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

11933

77-7869/2913

**** TWO THOUSAND TWO HUNDRED SIXTY TWO AND 50/100 DOLLARS

TO THE
ORDER OF

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

05/01/23

\$2,262.60***

Business Account

Authorized Signature

Exhibit D

Watertight, Inc.

Generations Payment Applications

PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102	PROJECT: Generations on 1st 26 1st Ave SW Watertown SD 57201	Application # 1 Period Start 5/17/2021 Period End 5/24/2021 Application Date Subcontract #: Date of Contract	Distribution To:
FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223			
FOR:			

CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached			Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.
1 CONTRACT AMOUNT <div style="text-align: right;">\$ 640,000.00</div>	CONTRACTOR: By: <u>Chris Serie</u> Date: <u>5/20/2021</u>		
2 SUM OF ALL CHANGE ORDERS <div style="text-align: right;">\$19,955.00</div>	Certification The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made. Certified Amount _____ Date: _____ (If the certified amount is different from the payment due, you should attach an explanation. Initial all figures that are changed to match the certified amount.) GENERAL CONTRACTOR: By: _____ Date: _____ ARCHITECT: By: _____ Date: _____ Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.		
3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) <div style="text-align: right;">\$659,955.00</div>			
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page) <div style="text-align: right;">\$ 65,995.50</div>			
5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page) <div style="text-align: right;">\$ 6,599.55</div> b. 10% of Material Stored (Column F on Continuation Page) <div style="text-align: right;">\$0.00</div> Total Retainage (Line 5a + 5b or column I on Continuation Page) <div style="text-align: right;">\$6,599.55</div>			
6 TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total) <div style="text-align: right;">\$59,395.95</div>			
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)			
8 PAYMENT DUE <div style="text-align: right;">\$59,395.95</div>			
9 BALANCE TO COMPLETION (Line 3 Minus Line 6) <div style="text-align: right;">\$800,559.05</div>			

SUMMARY OF CHANGE ORDER	Additions	Deductions
Total changes approved in previous months		
Total changes approved this month		
TOTALS	\$0.00	\$0.00
NET CHANGES	\$0.00	

PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 484th Ave Castlewood, SD 57223 FOR:	PROJECT: Generations on 1st 26 1st Ave SW Watertown SD 57261	Application # 1 Period Start 5/17/2021 Period End 5/24/2021 Application Date Subcontract #: Date of Contract	Distribution To:
--	---	---	-------------------------

CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached			Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.															
1 CONTRACT AMOUNT \$ 640,000.00 2 SUM OF ALL CHANGE ORDERS \$19,955.00 3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) \$659,955.00 4 TOTAL COMPLETED AND STORED (Column G on Continuation Page) \$ 25,000.00 5 RETAINAGE: a. 10% of completed work (Column D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) \$2,500.00 6 TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total) \$22,500.00 7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application) \$ 59,395.95 8 PAYMENT DUE \$22,500.00 9 BALANCE TO COMPLETION (Line 3 Minus Line 6) \$637,455.00	CONTRACTOR: By: <u>Chris Sene</u> Date: <u>5/28/2021</u>																	
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">SUMMARY OF CHANGE ORDER</th> <th style="width: 35%;">Additions</th> <th style="width: 35%;">Deductions</th> </tr> <tr> <td>Total changes approved in previous months</td> <td></td> <td></td> </tr> <tr> <td>Total changes approved this month</td> <td></td> <td></td> </tr> <tr> <td>TOTALS</td> <td style="text-align: right;">\$0.00</td> <td style="text-align: right;">\$0.00</td> </tr> <tr> <td>NET CHANGES</td> <td style="text-align: right;">\$0.00</td> <td></td> </tr> </table>			SUMMARY OF CHANGE ORDER	Additions	Deductions	Total changes approved in previous months			Total changes approved this month			TOTALS	\$0.00	\$0.00	NET CHANGES	\$0.00		Certification The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made. Certified Amount _____ Date: _____ <small>If the certified amount is different from the payment due, you should attach an explanation. Initial all figures that are changed to match the certified amount.</small> GENERAL CONTRACTOR: By: _____ Date: _____ ARCHITECT: By: _____ Date: _____ Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.
SUMMARY OF CHANGE ORDER	Additions	Deductions																
Total changes approved in previous months																		
Total changes approved this month																		
TOTALS	\$0.00	\$0.00																
NET CHANGES	\$0.00																	

PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 484th Ave Castlewood, SD 57223 FOR:	PROJECT: Generations on 1st 26 1st Ave SW Watertown SD 57201	Application # 3 Period Start 6/24/2021 Period End 7/25/2021 Application Date Subcontract #: Date of Contract	Distribution To:
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Sent
7-25-21

CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached		Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.
1 CONTRACT AMOUNT \$ 840,000.00 2 SUM OF ALL CHANGE ORDERS \$19,955.00 3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) \$859,955.00 4 TOTAL COMPLETED AND STORED (Column G on Continuation Page) \$ 110,000.00 5 RETAINAGE: a. 10% of completed work (Columns D+E on Continuation Page) _____ b. 10% of Material Stored (Column F on Continuation Page) \$11,000.00 Total Retainage (Line 5a + 5b or column I on Continuation Page) \$11,000.00 6 TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total) \$99,000.00 7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 8 from Prior Application) \$ 29,099.55 8 PAYMENT DUE \$99,000.00 9 BALANCE TO COMPLETION (Line 3 Minus Line 6) \$458,959.50	CONTRACTOR: By: <u>Dora Soria</u> Date: <u>7/25/2021</u> Certification The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made. Certified Amount _____ Date: _____ (If this certified amount is different from the payment due, you should attach an explanation. Initial all figures.) GENERAL CONTRACTOR: By: _____ Date: _____ ARCHITECT: By: _____ Date: _____ Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.	

SUMMARY OF CHANGE ORDER	Additions	Deductions
Total changes approved in previous months		
Total changes approved this month		
TOTALS	\$0.00	\$0.00
NET CHANGES	\$0.00	

Payment application containing Contractor's signature is attached.

APPLICATION #
DATE OF APPLICATION
PERIOD THRU
SUBCONTRACT #

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G TOTAL COMPLETED AND STORED (D+E+F)	H PERCENT COMPLETE (G/C)	I BALANCE TO COMPLETION (C-G)	J RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD					
01	Being for 10% of project	\$ 659,955.00		\$ 65,995.50		\$ 65,995.50	10%	\$ 593,959.50	
02	Shedders stored at Harvester Building	\$ 25,000.00			\$ 25,000.00	\$ 25,000.00		\$ 568,959.50	\$ 2,500.00
03	PARTS FOR GENERATIONS				\$ 110,000.00	\$ 110,000.00			
04									
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SUB-TOTALS		\$ 684,955.00	\$ -	\$ 65,995.50	\$ 135,000.00	\$ 200,995.50	29%	\$ 1,182,919.00	\$ 2,500.00

CONTINUATION PAGE

PROJECT:

APPLICATION #
DATE OF APPLICATION
PERIOD THRU
PROJECT #

Payment application containing Contractor's signature is attached.

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G TOTAL COMPLETED AND STORED (D+E+F)	H PERCENT COMPLETE (G/C)	I BALANCE TO COMPLETION (C-G)	J RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD					
39									
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42									
43									
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76									
SUB-TOTALS		\$ -	\$ -	\$ -	\$ -	\$ -	0%	\$ -	\$ -

Generations payment request.xlsx

1 of

PAYMENT APPLICATION

TO:	Generations on 1st 1405 1st Ave N Fargo ND 58102	PROJECT:	Generations on 1st 26 1st Ave SW Watertown SD 57201	Application #	4	Distribution To:	Watertight, Inc.
FROM:	Watertight, Inc. 18273 464th Ave Castlewood, SD 57223			Period Start	7/25/2021		
				Period End	8/25/2021		
				Application Date			
				Subcontract #			
				Date of Contract			

CONTRACTORS SUMMARY OF WORK

Application is made for payment as shown below.

Continuation Page is Attached

1	CONTRACT AMOUNT	\$ 640,000.00
2	SUM OF ALL CHANGE ORDERS	\$19,955.00
3	CURRENT CONTRACT AMOUNT (Line 1 + Line 2)	\$659,955.00
4	TOTAL COMPLETED AND STORED (Column G on Continuation Page)	\$ 350,995.50
5	RETAINAGE:	
a.	10% of completed work (Columns D+E on Continuation Page)	\$ 25,099.55
b.	10% of Material Stored (Column F on Continuation Page)	\$10,000.00
	Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$35,099.55
6	TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total)	\$315,895.95
7	LESS PREVIOUS PAYMENT APPLICATIONS (Line 5 from Prior Application)	\$ 180,895.95
8	PAYMENT DUE	\$135,000.00
9	BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$344,059.05

SUMMARY OF CHANGE ORDER	Additions	Deductions
Total changes approved in previous months		
Total changes approved this month		
TOTALS	\$0.00	\$0.00
NET CHANGES	\$0.00	

Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.

CONTRACTOR:

By: Chris Serie Date: 8/25/2021**Certification**

The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made.

Certified Amount _____ Date: _____

(If the certified amount is different from the payment due, you should attach an explanation. Initial all figures)

GENERAL CONTRACTOR:

By: _____ Date: _____

ARCHITECT:

By: _____ Date: _____

Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.

CONTINUATION PAGE

Payment application containing Contractor's signature is attached.

APPLICATION #
DATE OF APPLICATION
PERIOD THRU
SUBCONTRACT #

4

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETED (G/C)		
01	Billing for 10% of project	\$ 659,955.00	\$ 65,995.50			\$ 65,995.50	10%	\$ 593,959.50	\$ 6,599.55
02	Showers stored at Harvester Building		\$ 25,000.00			\$ 25,000.00		\$ 568,959.50	\$ 2,500.00
03	PARTS FOR GENERATIONS		\$ 110,000.00			\$ 110,000.00		\$ 458,959.50	\$ 11,000.00
04	Labor Senior Center			\$ 50,000.00		\$ 50,000.00		\$ 408,959.50	\$ 5,000.00
05	Materials for Generations				\$ 100,000.00	\$ 100,000.00		\$ 308,959.50	\$ 10,000.00
06						\$ -		\$ -	
07						\$ -		\$ -	
08						\$ -		\$ -	
09						\$ -		\$ -	
10						\$ -		\$ -	
11						\$ -		\$ -	
25						\$ -		\$ -	
26						\$ -		\$ -	
27						\$ -		\$ -	
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35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
	SUB-TOTALS	\$ 659,955.00	\$ 200,995.50	\$ 50,000.00	\$ 100,000.00	\$ 350,995.50	53%	\$ 2,339,797.50	\$ 35,099.55

PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102	PROJECT: Generations on 1st 26 1st Ave SW Watertown SD 57201	Application # 5 Period Start 8/26/2021 Period End 9/25/2021 Application Date Subcontract #: Date of Contract	Distribution To: Watertight, Inc.
FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223			
FOR:			

CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached		Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.															
1 CONTRACT AMOUNT \$ 640,000.00	CONTRACTOR:																
2 SUM OF ALL CHANGE ORDERS \$19,955.00	By: <u>Chris Serie</u> Date: <u>9/25/2021</u>																
3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) \$559,955.00	<div style="border: 1px solid black; height: 100px; width: 100%;"></div>																
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page) \$ 460,995.50																	
5 RETAINAGE:																	
<div style="margin-left: 20px;"> a. 10% of completed work \$ 42,599.55 (Columns D+E on Continuation Page) </div> <div style="margin-left: 20px;"> b. 10% of Material Stored \$2,500.00 (Column F on Continuation Page) </div> <div style="margin-left: 20px;"> Total Retainage (Line 5a + 5b or column I on Continuation Page) \$45,099.55 </div>																	
6 TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total) \$415,895.95	Certification																
7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application) \$ 315,895.95	The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made.																
8 PAYMENT DUE \$100,000.00	Certified Amount Date:																
9 BALANCE TO COMPLETION \$244,059.05 (Line 3 Minus Line 8)	(If the certified amount is different from the payment due, you should attach an explanation. Initial all figures)																
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">SUMMARY OF CHANGE ORDER</th> <th style="width: 35%;">Additions</th> <th style="width: 35%;">Deductions</th> </tr> <tr> <td>Total changes approved in previous months</td> <td></td> <td></td> </tr> <tr> <td>Total changes approved this month</td> <td></td> <td></td> </tr> <tr> <td>TOTALS</td> <td style="text-align: right;">\$0.00</td> <td style="text-align: right;">\$0.00</td> </tr> <tr> <td>NET CHANGES</td> <td style="text-align: right;">\$0.00</td> <td></td> </tr> </table>			SUMMARY OF CHANGE ORDER	Additions	Deductions	Total changes approved in previous months			Total changes approved this month			TOTALS	\$0.00	\$0.00	NET CHANGES	\$0.00	
SUMMARY OF CHANGE ORDER	Additions	Deductions															
Total changes approved in previous months																	
Total changes approved this month																	
TOTALS	\$0.00	\$0.00															
NET CHANGES	\$0.00																
GENERAL CONTRACTOR: By: _____ Date: _____ ARCHITECT: By: _____ Date: _____																	
Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.																	

Page 1

Generations payment request.xlsx

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CONTINUATION PAGE

5

Payment application containing Contractor's signature is attached.

APPLICATION #

DATE OF APPLICATION

PERIOD THRU

SUBCONTRACT #

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETED (G/C)		
01	Billing for 10% of project	\$ 659,955.00	\$ 65,995.50			\$ 65,995.50	10%	\$ 593,959.50	\$ 6,599.55
02	Showers stored at Harvester Building				\$ 25,000.00	\$ 25,000.00		\$ 568,959.50	\$ 2,500.00
03	PARTS FOR GENERATIONS		\$ 110,000.00			\$ 110,000.00		\$ 458,959.50	\$ 11,000.00
04	Labor Senior Center		\$ 50,000.00			\$ 50,000.00		\$ 408,959.50	\$ 5,000.00
05	Materials for Generations		\$ 100,000.00			\$ 100,000.00		\$ 308,959.50	\$ 10,000.00
06	Labor for apartments			\$ 60,000.00		\$ 60,000.00		\$ 248,959.50	\$ 6,000.00
07	Labor for Senior Center			\$ 50,000.00		\$ 50,000.00		\$ 198,959.50	\$ 5,000.00
08						\$ -		\$ -	
09						\$ -		\$ -	
10						\$ -		\$ -	
11						\$ -		\$ -	
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35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
	SUB-TOTALS	\$ 659,955.00	\$ 325,995.50	\$ 110,000.00	\$ 25,000.00	\$ 460,995.50	70%	\$ 198,959.50	\$ 46,099.55

PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223 FOR:	PROJECT: Generations on 1st 26 1st Ave SW Watertown SD 57201	Application # 6 Period Start 9/26/2021 Period End 10/25/2021 Application Date Subcontract # Date of Contract	Distribution To: Watertight, Inc.
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CONTRACTORS SUMMARY OF WORK Application is made for payment as shown below. Continuation Page is Attached			Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this payment.																
1 CONTRACT AMOUNT \$ 640,000.00 2 SUM OF ALL CHANGE ORDERS \$19,955.00 3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) \$659,955.00 4 TOTAL COMPLETED AND STORED (Column G on Continuation Page) \$ 514,985.50 5 RETAINAGE: a. 10% of completed work \$ 51,499.55 (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) \$51,499.55 6 TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total) \$463,495.95 7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application) \$ 415,895.95 8 PAYMENT DUE \$48,600.00 9 BALANCE TO COMPLETION (Line 3 Minus Line 6) \$198,459.05	CONTRACTOR: By: <u>Chris Serie</u> Date: <u>10/25/2021</u>																		
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 30%;">SUMMARY OF CHANGE ORDER</th> <th style="width: 35%;">Additions</th> <th style="width: 35%;">Deductions</th> </tr> </thead> <tbody> <tr> <td>Total changes approved in previous months</td> <td></td> <td></td> </tr> <tr> <td>Total changes approved this month</td> <td></td> <td></td> </tr> <tr> <td>TOTALS</td> <td style="text-align: right;">\$0.00</td> <td style="text-align: right;">\$0.00</td> </tr> <tr> <td>NET CHANGES</td> <td style="text-align: right;">\$0.00</td> <td></td> </tr> </tbody> </table>			SUMMARY OF CHANGE ORDER	Additions	Deductions	Total changes approved in previous months			Total changes approved this month			TOTALS	\$0.00	\$0.00	NET CHANGES	\$0.00		Certification The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made. Certified Amount _____ Date: _____ (If the certified amount is different from the payment due, you should attach an explanation. Initial all figures) GENERAL CONTRACTOR: By: _____ Date: _____ ARCHITECT: By: _____ Date: _____ Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Documents or otherwise.	
SUMMARY OF CHANGE ORDER	Additions	Deductions																	
Total changes approved in previous months																			
Total changes approved this month																			
TOTALS	\$0.00	\$0.00																	
NET CHANGES	\$0.00																		

CONTINUATION PAGE

APPLICATION # 6

DATE OF APPLICATION 10/25/2021

PERIOD THRU

SUBCONTRACT #

Payment application containing Contractor's signature is attached.

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
			AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)		
01	Billing for 10% of project	\$ 659,955.00	\$ 65,995.50			\$ 65,995.50	10%	\$ 593,959.50	\$ 6,599.55
02	Showers stored at Harvester Building		\$ 25,000.00			\$ 25,000.00		\$ 568,959.50	\$ 2,500.00
03	PARTS FOR GENERATIONS		\$ 110,000.00			\$ 110,000.00		\$ 458,959.50	\$ 11,000.00
04	Labor Senior Center		\$ 50,000.00			\$ 50,000.00		\$ 408,959.50	\$ 5,000.00
05	Materials for Generations		\$ 100,000.00			\$ 100,000.00		\$ 308,959.50	\$ 10,000.00
06	Labor for apartments		\$ 80,000.00			\$ 80,000.00		\$ 248,959.50	\$ 8,000.00
07	Labor for Senior Center		\$ 50,000.00			\$ 50,000.00		\$ 198,959.50	\$ 5,000.00
08	Labor for Apartments			\$ 54,000.00		\$ 54,000.00		\$ 144,959.50	\$ 5,400.00
09						\$ -		\$ -	
10						\$ -		\$ -	
11						\$ -		\$ -	
25						\$ -		\$ -	
26						\$ -		\$ -	
27						\$ -		\$ -	
28						\$ -		\$ -	
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35						\$ -		\$ -	
36						\$ -		\$ -	
37						\$ -		\$ -	
38						\$ -		\$ -	
SUB-TOTALS		\$ 659,955.00	\$ 460,995.50	\$ 54,000.00	\$ -	\$ 514,995.50	78%	\$ 198,959.50	\$ 51,499.55

PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 484th Ave Castlewood, SD 57223 FOR:	PROJECT: Generations on 1st 26 1st Ave SW Watertown SD 57201	Application # 7 Period Start 10/26/2021 Period End 12/25/2021 Application Date Subcontract #: Date of Contract	Distribution To: Watertight, Inc.
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CONTINUATION PAGE

APPLICATION # 6

DATE OF APPLICATION 10/25/2021

PERIOD THRU

SUBCONTRACT #

Payment application containing Contractor's signature is attached.

A ITEM #	B WORK DESCRIPTION	C SCHEDULED AMOUNT	D COMPLETED WORK		F STORED MATERIALS (NOT IN D OR E)	G		H BALANCE TO COMPLETION (C-G)	I RETAINAGE
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02	Showers stored at Harvester Building		\$ 25,000.00			\$ 25,000.00		\$ 568,959.50	\$ 2,500.00
03	PARTS FOR GENERATIONS		\$ 110,000.00			\$ 110,000.00		\$ 458,959.50	\$ 11,000.00
04	Labor Senior Center		\$ 50,000.00			\$ 50,000.00		\$ 408,959.50	\$ 5,000.00
05	Materials for Generations		\$ 100,000.00			\$ 100,000.00		\$ 308,959.50	\$ 10,000.00
06	Labor for apartments		\$ 60,000.00			\$ 60,000.00		\$ 248,959.50	\$ 6,000.00
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PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223 FOR:	PROJECT: Generations on 1st 26 1st Ave SW Watertown SD 57201	Application # 8 Period Start 12/28/2021 Period End 1/25/2022 Application Date Subcontract #: Date of Contract	Distribution To: Watertight, Inc.
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APPLICATION # 6

DATE OF APPLICATION 10/25/2021

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PAYMENT APPLICATION

TO: Generations on 1st 1405 1st Ave N Fargo ND 58102 FROM: Watertight, Inc. 18273 464th Ave Castlewood, SD 57223 FOR:	PROJECT: Generations on 1st 26 1st Ave SW Watertown SD 57201	Application # 9 Period Start 1/25/2022 Period End 4/25/2022 Application Date Subcontract #: Date of Contract	Distribution To: Watertight, Inc.
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Page 1

Generations payment request.xlsx

2 of

CONTINUATION PAGE

Payment application containing Contractor's signature is attached.

APPLICATION # 9
 DATE OF APPLICATION 4/25/2022
 PERIOD THRU
 SUBCONTRACT #

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09	Labor for Apartments		\$ 85,000.00			\$ 85,000.00		\$ 59,959.50	\$ 8,500.00
10	Rough in all floors		\$ 35,000.00			\$ 35,000.00		\$ 24,959.50	\$ 3,500.00
11	Trim out all floors and finish plumbing		\$ 24,959.50			\$ 24,959.50		\$ -	
25						\$ -		\$ -	
26						\$ -		\$ -	
27						\$ -		\$ -	
28						\$ -		\$ -	
29						\$ -		\$ -	
30						\$ -		\$ -	
31						\$ -		\$ -	
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Generations payment request.xlsx

1 of

Exhibit E

Watertight, Inc.

Generations Estimate and Invoices

Watertight Inc.
 18273 464th Ave
 Castlewood, SD 57223
 (605) 237-1221
 watertightcorp@gmail.com



Estimate

ADDRESS

Jesse Kiihl
 100 East Kemp Ave Suite E
 Watertown, SD 57201

ESTIMATE # Gens/1304

DATE 03/11/2021

EXPIRATION DATE 04/13/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales			
	Generations plumbing bid includes.		640,000.00	640,000.00
	Apartments.			
	3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212			
	8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets			
	73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets			
	84-Lavatory sink plumbing.			
	84-Toilet plumbing.			
	72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.			
	72-Clothes washer boxes.			
	146- Stainless basket strainers for kitchen sinks			
	3- Rough in plumbing for soaking rooms			
	Mechanical.			
	2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system			
	1-199,000 btu gas high efficiency water heater with expansion tank, recirc system			
	1-Floor drain in mechanical room			
	1-Gas piping for Water heaters and parking garage heaters			
	Roof Drains.			
	32-Roof drains according to plan			
	Parking garage.			
	7-Basic round floor drains where shown with no traps.			
	1-Striem OS-75 gpm sand/oil separator.			

If not paid within 30 days there will be a 1.5% per month interest charge.

RRSB Ruins 04046

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Core drilling for plumbing only is included Utility room.			
	2-Mop sink plumbing with chrome faucet.			
	1- Plumbing for shut off's in mech room for each floor.			
	Scope of work.			
	Labor for plumbing Groundwork, Rough-In, and trim out.			
	Water lines ran in PEX			
	Drains and vents ran in PVC.			
	Not Included.			
	X-No toilets, sinks, faucets,			
	X-No floor drains for clothes washers			
	X.-No ice maker boxes			
	X-No water or gas meters.			
	X-No exercise tax, Bonds, or Builders Risk insurance figured.			
	X-No radon piping or systems.			
	X-No sump pumps or elevator sump pumps figured.			
	X-Sewer, Water, and Storm Sewer to be stubbed in by others.			
	X-Temporary heat, de-watering, and replacing unsuitable soil not included.			
	X-Soaking tubs for soaking rooms shown on plan			
	This bid also includes the plumbing and installation of			
	1- Ice box			
	1- kitchen sink and faucet			
	1-Water supply valve and drain tee for Dishwasher.			
	For residential kitchen.			
	This bid does not included the ICAP part of the building			
	Sales			
	Bid for Bathrooms in Senior Center		4,655.00	4,655.00
	Installation of fixtures			
	7-Floor mount toilets 16-1/2" ADA elongated			
	7- 1955CTBP 000 White Elongated plastic seat			
	7- Handle flush valves			
	3- Trimbrook Urinals with Handle flush valves			
	8- Delta 501-DST lav faucets			
	8- Lucerne 20-1/2x 18-1/4x 12-1/4in.			
	8- 760W-1 1-1/4 17G Offset Gr Drain.			
	This does not include the dividers and grab bars			
	Sales			
	Bid for Icap part of generations		15,000.00	15,000.00
	Drains are ran in pvc			
	Water lines are ran in pex			
	Ground work and rough in and trim out			
	Fixtures are provided by Icap			
	1- 4 PE GB75 Grease interceptor w/			

If not paid within 30 days there will be a 1.5% per month interest charge.

DATE	ACTIVITY	QTY	RATE	AMOUNT
	comp cvr			
	1- FCR2 GRT BSN FLUID CUT RSR 24in			
	CVR			
	Sales			
	Per addendum 6		300.00	300.00
	1- Washer box			
	Does not included dryer portion			

TOTAL **\$659,955.00**

Accepted By 

Accepted Date 5-20-21

If not paid within 30 days there will be a 1.5% per month interest charge.

RRSB Ruins 04048

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO:**

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

SHIP TO:

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

INVOICE 2849
 DATE 05/24/2021
 DUE DATE 06/23/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0928047	640,000.00	59,395.00
	Generations plumbing bid includes:			

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets
 Units 3211 & 3212

8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets

73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets

84-Lavatory sink plumbing.

84-Toilet plumbing.

72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.

72-Clothes washer boxes.

146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms
 Mechanical.

2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no traps.

1-Striem OS-75 gpm sand/oil separator.

Core drilling for plumbing only is included

Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each floor.

Scope of work.

Labor for plumbing Groundwork, Rough-In, and trim out.

Water lines ran in PEX

Drains and vents ran in PVC.

Not Included.

X-No toilets, sinks, faucets,

X-No floor drains for clothes washers

X.-No ice maker boxes

X-No water or gas meters.

X-No exercise tax, Bonds, or Builders Risk insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by others.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of

0

0.00

1- Ice box

1- kitchen sink and faucet

1-Water supply valve and drain tee for Dishwasher.

For residential kitchen.

This bid does not included the ICAP part of the building

0

0.00

Sales

0

4,655.00

0.00

Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8- 760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales

0

15,000.00

0.00

Bid for Icap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by Icap

1- 4 PE GB75 Grease Interceptor w/ comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales

0

300.00

0.00

Per addendum 6

1- Washer box

Does not included dryer portion

SUBTOTAL

59,395.00

TAX

0.00

TOTAL

59,395.00

PAYMENT 59,395.00

BALANCE DUE **\$0.00**

PAID

Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2849	\$0.00
Total invoiced	660,955.00

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO:**

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

SHIP TO:

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

INVOICE 2769
 DATE 06/30/2021
 DUE DATE 07/15/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0351577	640,000.00	22,500.95
	Generations plumbing bid includes.			

Apartments.

3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets
 Units 3211 & 3212

8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets

73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets

84-Lavatory sink plumbing.

84-Toilet plumbing.

72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.

72-Clothes washer boxes.

146- Stainless basket strainers for kitchen sinks

3- Rough in plumbing for soaking rooms
 Mechanical.

2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system

1-199,000 btu gas high efficiency water heater with expansion tank, recirc system

1-Floor drain in mechanical room

1-Gas piping for Water heaters and parking garage heaters

Roof Drains.

32-Roof drains according to plan

Parking garage.

7-Basic round floor drains where shown with no traps.

1-Striem OS-75 gpm sand/oil separator.

Core drilling for plumbing only is included
 Utility room.

2-Mop sink plumbing with chrome faucet.

1- Plumbing for shut offs in mech room for each floor.

Scope of work.

Labor for plumbing Groundwork, Rough-In, and trim out.

Water lines ran in PEX

Drains and vents ran in PVC.

Not Included.

X-No toilets, sinks, faucets,

X-No floor drains for clothes washers

X.-No ice maker boxes

X-No water or gas meters.

X-No exercise tax, Bonds, or Builders Risk insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by others.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of	0		0.00
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1- Ice box

1- kitchen sink and faucet

1-Water supply valve and drain tee for Dishwasher.

For residential kitchen.

This bid does not included the ICAP part of the building	0		0.00
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Sales	0	4,655.00	0.00
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Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8- 760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales	0	15,000.00	0.00
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Bid for Icap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by Icap

1- 4 PE GB75 Grease interceptor w/ comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales	0	300.00	0.00
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Per addendum 6

1- Washer box

Does not included dryer portion

PAYMENT	22,500.95
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BALANCE DUE	\$0.00
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PAID

Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2769	\$0.00
Total invoiced	660,955.00

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO**

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

SHIP TO

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

INVOICE

2770

DATE

07/31/2021

DUE DATE

08/15/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.1546875	640,000.00	99,000.00
	Generations plumbing bid includes.			
	Apartment.			
	3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212			
	8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets			
	73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets			
	84-Lavatory sink plumbing.			
	84-Toilet plumbing.			
	72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.			
	72-Clothes washer boxes.			
	146- Stainless basket strainers for kitchen sinks			
	3- Rough in plumbing for soaking rooms			
	Mechanical.			
	2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system			
	1-199,000 btu gas high efficiency water heater with expansion tank, recirc system			
	1-Floor drain in mechanical room			
	1-Gas piping for Water heaters and parking garage heaters			
	Roof Drains.			
	32-Roof drains according to plan			
	Parking garage.			
	7-Basic round floor drains where shown with no traps.			
	1-Striem OS-75 gpm sand/oil separator.			
	Core drilling for plumbing only is included			
	Utility room.			
	2-Mop sink plumbing with chrome faucet.			
	1- Plumbing for shut offs in mech room for each floor.			
	Scope of work.			

Unpaid within 30 days there will be a 1.5% per month interest charge.

Page 1 of 1

RRSB Ruins 04024

Labor for plumbing Groundwork, Rough-In, and trim out.

Water lines ran in PEX

Drains and vents ran in PVC.

Not Included.

X-No toilets, sinks, faucets,

X-No floor drains for clothes washers

X-No ice maker boxes

X-No water or gas meters.

X-No exercise tax, Bonds, or Builders Risk insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by others.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of	0		0.00
1- Ice box			
1- kitchen sink and faucet			
1-Water supply valve and drain tee for Dishwasher.			
For residential kitchen.			

This bid does not included the ICAP part of the building	0		0.00
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Sales	0	4,655.00	0.00
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Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8- 760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales	0	15,000.00	0.00
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Bid for Icap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by Icap

1- 4 PE GB75 Grease interceptor w/ comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales	0	300.00	0.00
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Per addendum 6

1- Washer box

Does not included dryer portion

PAYMENT	99,000.00
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BALANCE DUE	\$0.00
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PAID

Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2770	\$0.00
Total invoiced	660,955.00

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO**

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

SHIP TO

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

INVOICE

2790

DATE

08/25/2021

DUE DATE

09/15/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.2109375	640,000.00	135,000.00
	Generations plumbing bid includes.			
	Apartments.			
	3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212			
	8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets			
	73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets			
	84-Lavatory sink plumbing.			
	84-Toilet plumbing.			
	72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.			
	72-Clothes washer boxes.			
	146- Stainless basket strainers for kitchen sinks			
	3- Rough in plumbing for soaking rooms			
	Mechanical.			
	2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system			
	1-199,000 btu gas high efficiency water heater with expansion tank, recirc system			
	1-Floor drain in mechanical room			
	1-Gas piping for Water heaters and parking garage heaters			
	Roof Drains.			
	32-Roof drains according to plan			
	Parking garage.			
	7-Basic round floor drains where shown with no traps.			
	1-Striem OS-75 gpm sand/oil separator.			
	Core drilling for plumbing only is included			
	Utility room.			
	2-Mop sink plumbing with chrome faucet.			
	1- Plumbing for shut offs in mech room for each floor.			
	Scope of work.			

Labor for plumbing Groundwork, Rough-In, and trim out.

Water lines ran in PEX

Drains and vents ran in PVC.

Not Included.

X-No toilets, sinks, faucets,

X-No floor drains for clothes washers

X.-No ice maker boxes

X-No water or gas meters.

X-No exercise tax, Bonds, or Builders Risk insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by others.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of

0

0.00

1- Ice box

1- kitchen sink and faucet

1-Water supply valve and drain tee for Dishwasher.

For residential kitchen.

This bid does not included the ICAP part of the building

0

0.00

Sales

0

4,655.00

0.00

Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8- 760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales

0

15,000.00

0.00

Bid for lcap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by lcap

1- 4 PE GB75 Grease interceptor w/ comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales

0

300.00

0.00

Per addendum 6

1- Washer box

Does not included dryer portion.

PAYMENT

135,000.00

BALANCE DUE

\$0.00

PAID

Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2790	\$0.00
Total invoiced	660,955.00

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO**

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

SHIP TO

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

INVOICE

2799

DATE

09/21/2021

DUE DATE

10/15/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.15625	640,000.00	100,000.00
	Generations plumbing bid includes.			
	Apartments.			
	3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212			
	8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets			
	73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets			
	84-Lavatory sink plumbing.			
	84-Toilet plumbing.			
	72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.			
	72-Clothes washer boxes.			
	146- Stainless basket strainers for kitchen sinks			
	3- Rough in plumbing for soaking rooms			
	Mechanical.			
	2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system			
	1-199,000 btu gas high efficiency water heater with expansion tank, recirc system			
	1-Floor drain in mechanical room			
	1-Gas piping for Water heaters and parking garage heaters			
	Roof Drains.			
	32-Roof drains according to plan			
	Parking garage.			
	7-Basic round floor drains where shown with no traps.			
	1-Striem OS-75 gpm sand/oil separator.			
	Core drilling for plumbing only is included			
	Utility room.			
	2-Mop sink plumbing with chrome faucet.			
	1- Plumbing for shut offs in mech room for each floor.			
	Scope of work.			

Labor for plumbing Groundwork, Rough-In, and trim out.

Water lines ran in PEX

Drains and vents ran in PVC.

Not Included.

X-No toilets, sinks, faucets,

X-No floor drains for clothes washers

X-No ice maker boxes

X-No water or gas meters.

X-No exercise tax, Bonds, or Builders Risk insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by others.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of

0

0.00

1- Ice box

1- kitchen sink and faucet

1-Water supply valve and drain tee for Dishwasher.

For residential kitchen.

This bid does not included the ICAP part of the building

0

0.00

Sales

0

4,655.00

0.00

Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8- 760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales

0

15,000.00

0.00

Bid for Icap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by Icap

1- 4 PE GB75 Grease interceptor w/ comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales

0

300.00

0.00

Per addendum 6

1- Washer box

Does not included dryer portion

PAYMENT

100,000.00

BALANCE DUE

\$0.00

PAID

Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2799	\$0.00
Total invoiced	660,955.00

Labor for plumbing Groundwork, Rough-In, and trim out.
 Water lines ran in PEX
 Drains and vents ran in PVC.
 Not Included.
 X-No toilets, sinks, faucets,
 X-No floor drains for clothes washers
 X-No ice maker boxes
 X-No water or gas meters.
 X-No exercise tax, Bonds, or Builders Risk insurance figured.
 X-No radon piping or systems.
 X-No sump pumps or elevator sump pumps figured.
 X-Sewer, Water, and Storm Sewer to be stubbed in by others.
 X-Temporary heat, de-watering, and replacing unsuitable soil not included.
 X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of 0 0.00

1- Ice box

1- kitchen sink and faucet

1-Water supply valve and drain tee for Dishwasher.

For residential kitchen.

This bid does not included the ICAP part of the building 0 0.00

Sales

Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8- 760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales 0 15,000.00 0.00

Bid for Icap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by Icap

1- 4 PE GB75 Grease interceptor w/ comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales 0 300.00 0.00

Per addendum 6

1- Washer box

Does not included dryer portion

SUBTOTAL 48,600.00

TAX 0.00

TOTAL 48,600.00

PAYMENT	48,600.00
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BALANCE DUE	\$0.00
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PAID

Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2957	88,459.05
This invoice 2834	\$0.00
Total invoiced	660,955.00

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO**

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

SHIP TO

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

INVOICE

2856

DATE

12/25/2021

DUE DATE

01/24/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.1195313	640,000.00	76,500.00
	Generations plumbing bid includes.			
	Apartment.			
	3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212			
	8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets			
	73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets			
	84-Lavatory sink plumbing.			
	84-Toilet plumbing.			
	72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.			
	72-Clothes washer boxes.			
	146- Stainless basket strainers for kitchen sinks			
	3- Rough in plumbing for soaking rooms			
	Mechanical.			
	2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system			
	1-199,000 btu gas high efficiency water heater with expansion tank, recirc system			
	1-Floor drain in mechanical room			
	1-Gas piping for Water heaters and parking garage heaters			
	Roof Drains.			
	32-Roof drains according to plan			
	Parking garage.			
	7-Basic round floor drains where shown with no traps.			
	1-Striem OS-75 gpm sand/oil separator.			
	Core drilling for plumbing only is included			
	Utility room.			
	2-Mop sink plumbing with chrome faucet.			
	1- Plumbing for shut offs in mech room for each floor.			
	Scope of work.			

Labor for plumbing Groundwork, Rough-In, and trim out

Water lines ran in PEX

Drains and vents ran in PVC

Not Included.

X-No toilets, sinks, faucets,

X-No floor drains for clothes washers

X-No ice maker boxes

X-No water or gas meters.

X-No exercise tax, Bonds, or Builders Risk insurance figured.

X-No radon piping or systems.

X-No sump pumps or elevator sump pumps figured.

X-Sewer, Water, and Storm Sewer to be stubbed in by others.

X-Temporary heat, de-watering, and replacing unsuitable soil not included.

X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of

0

0.00

1- Ice box

1- kitchen sink and faucet

1-Water supply valve and drain tee for Dishwasher.

For residential kitchen.

This bid does not included the ICAP part of the building

0

0.00

Sales

0

4,655.00

0.00

Bid for Bathrooms in Senior Center

Installation of fixtures

7-Floor mount toilets 16-1/2" ADA elongated

7- 1955CTBP 000 White Elongated plastic seat

7- Handle flush valves

3- Trimbrook Urinals with Handle flush valves

8- Delta 501-DST lav faucets

8- Lucerne 20-1/2x 18-1/4x 12-1/4in.

8- 760W-1 1-1/4 17G Offset Gr Drain.

This does not include the dividers and grab bars

Sales

0

15,000.00

0.00

Bid for Icap part of generations

Drains are ran in pvc

Water lines are ran in pex

Ground work and rough in and trim out

Fixtures are provided by Icap

1- 4 PE GB75 Grease interceptor w/ comp cvr

1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales

0

300.00

0.00

Per addendum 6

1- Washer box

Does not included dryer portion

SUBTOTAL

76,500.00

TAX

0.00

TOTAL

76,500.00

PAYMENT	76,500.00
BALANCE DUE	\$0.00
	PAID

Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2856	\$0.00
Total invoiced	660,955.00

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO**

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

SHIP TO

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

INVOICE

2886

DATE

03/13/2022

DUE DATE

04/12/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.0492188	640,000.00	31,500.00
	Generations plumbing bid includes.			
	Apartment.			
	3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212			
	8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets			
	73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets			
	84-Lavatory sink plumbing.			
	84-Toilet plumbing.			
	72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.			
	72-Clothes washer boxes.			
	146- Stainless basket strainers for kitchen sinks			
	3- Rough in plumbing for soaking rooms			
	Mechanical.			
	2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system			
	1-199,000 btu gas high efficiency water heater with expansion tank, recirc system			
	1-Floor drain in mechanical room			
	1-Gas piping for Water heaters and parking garage heaters			
	Roof Drains.			
	32-Roof drains according to plan			
	Parking garage.			
	7-Basic round floor drains where shown with no traps.			
	1-Striem OS-75 gpm sand/oil separator.			
	Core drilling for plumbing only is included			
	Utility room.			
	2-Mop sink plumbing with chrome faucet.			
	1- Plumbing for shut offs in mech room for each floor.			
	Scope of work.			

Labor for plumbing Groundwork, Rough-In, and trim out.
 Water lines ran in PEX
 Drains and vents ran in PVC.
 Not Included.
 X-No toilets, sinks, faucets,
 X-No floor drains for clothes washers
 X.-No ice maker boxes
 X-No water or gas meters.
 X-No exercise tax, Bonds, or Builders Risk insurance figured.
 X-No radon piping or systems.
 X-No sump pumps or elevator sump pumps figured.
 X-Sewer, Water, and Storm Sewer to be stubbed in by others.
 X-Temporary heat, de-watering, and replacing unsuitable soil not included.
 X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of 0 0.00

1- Ice box
 1- kitchen sink and faucet
 1-Water supply valve and drain tee for Dishwasher.
 For residential kitchen.

This bid does not included the ICAP part of the building 0 0.00

Sales 0 4,655.00 0.00

Bid for Bathrooms in Senior Center
 Installation of fixtures
 7-Floor mount toilets 16-1/2" ADA elongated
 7- 1955CTBP 000 White Elongated plastic seat
 7- Handle flush valves
 3- Trimbrook Urinals with Handle flush valves
 8- Delta 501-DST lav faucets
 8- Lucerne 20-1/2x 18-1/4x 12-1/4in.
 8- 760W-1 1-1/4 17G Offset Gr Drain.
 This does not include the dividers and grab bars

Sales 0 15,000.00 0.00

Bid for lcap part of generations
 Drains are ran in pvc
 Water lines are ran in pex
 Ground work and rough in and trim out
 Fixtures are provided by lcap
 1- 4 PE GB75 Grease interceptor w/ comp cvr
 1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales 0 300.00 0.00

Per addendum 6
 1- Washer box
 Does not included dryer portion

SUBTOTAL 31,500.00

TAX 0.00

TOTAL 31,500.00

PAYMENT 31,500.00

BALANCE DUE **\$0.00**

PAID

Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
Invoice 2957	88,459.05
This invoice 2886	\$0.00
Total invoiced	660,955.00

Watertight, Inc.

PO Box 87
 Castlewood, SD 57223
 +16052371221
 plumbing@watertightcorp.com

**INVOICE****BILL TO**

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

SHIP TO

Generations on 1st
 1405 First Ave N
 Fargo, ND 58102

INVOICE

2957

DATE

04/25/2022

DUE DATE

06/15/2022

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Sales	0.1070376	640,000.00	68,504.05
	Generations plumbing bid includes:			
	Apartment.			
	3-White handicap shower with seat and grab bars with Moen Brushed Nickel shower faucets Units 3211 & 3212			
	8-White Salo SED160-30 showers w/ seats and Moen Brushed Nickel shower faucets			
	73- Salo S160-36 showers w/ seats and Moen Brushed Nickel shower faucets			
	84-Lavatory sink plumbing.			
	84-Toilet plumbing.			
	72-Kitchen sink plumbing w/ Dishwasher valves and drain tee.			
	72-Clothes washer boxes.			
	146- Stainless basket strainers for kitchen sinks			
	3- Rough in plumbing for soaking rooms			
	Mechanical.			
	2- 300,000 Btu gas high efficiency water heaters with expansion tanks, recirc system			
	1-199,000 btu gas high efficiency water heater with expansion tank, recirc system			
	1-Floor drain in mechanical room			
	1-Gas piping for Water heaters and parking garage heaters			
	Roof Drains.			
	32-Roof drains according to plan			
	Parking garage.			
	7-Basic round floor drains where shown with no traps.			
	1-Striem OS-75 gpm sand/oil separator.			
	Core drilling for plumbing only is included			
	Utility room.			
	2-Mop sink plumbing with chrome faucet.			
	1- Plumbing for shut offs in mech room for each floor.			
	Scope of work.			

Labor for plumbing Groundwork, Rough-In, and trim out.
 Water lines ran in PEX
 Drains and vents ran in PVC.
 Not Included.
 X-No toilets, sinks, faucets,
 X-No floor drains for clothes washers
 X-No ice maker boxes
 X-No water or gas meters.
 X-No exercise tax, Bonds, or Builders Risk insurance figured.
 X-No radon piping or systems.
 X-No sump pumps or elevator sump pumps figured.
 X-Sewer, Water, and Storm Sewer to be stubbed in by others.
 X-Temporary heat, de-watering, and replacing unsuitable soil not included.
 X-Soaking tubs for soaking rooms shown on plan

This bid also includes the plumbing and installation of
 1- Ice box
 1- kitchen sink and faucet
 1-Water supply valve and drain tee for Dishwasher.
 For residential kitchen.

This bid does not included the ICAP part of the building

Sales	4,655.00	4,655.00
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Bid for Bathrooms in Senior Center
 Installation of fixtures
 7-Floor mount toilets 16-1/2" ADA elongated
 7- 1955CTBP 000 White Elongated plastic seat
 7- Handle flush valves
 3- Trimbrook Urinals with Handle flush valves
 8- Delta 501-DST lav faucets
 8- Lucerne 20-1/2x 18-1/4x 12-1/4in.
 8- 760W-1 1-1/4 17G Offset Gr Drain.
 This does not include the dividers and grab bars

Sales	15,000.00	15,000.00
-------	-----------	-----------

Bid for lcap part of generations
 Drains are ran in pvc
 Water lines are ran in pex
 Ground work and rough in and trim out
 Fixtures are provided by lcap
 1- 4 PE GB75 Grease interceptor w/ comp cvr
 1- FCR2 GRT BSN FLUID CUT RSR 24in CVR

Sales	300.00	300.00
-------	--------	--------

Per addendum 6
 1- Washer box
 Does not included dryer portion

SUBTOTAL	88,459.05
----------	-----------

TAX	0.00
-----	------

TOTAL	88,459.05
-------	-----------

PAYMENT 88,459.05

BALANCE DUE **\$0.00**

PAID


Estimate Summary

Estimate Gens/1336	659,955.00
Invoice 2856	76,500.00
Invoice 2849	59,395.00
Invoice 2799	100,000.00
Invoice 2790	135,000.00
Invoice 2886	31,500.00
Invoice 2769	22,500.95
Invoice 2770	99,000.00
Invoice 2834	48,600.00
This invoice 2957	\$0.00
Total invoiced	660,955.00

Exhibit F

Watertight, Inc.

Generations Payments

Craig Properties, LLC PO Box 426 Fargo, ND 58107		First Community Credit Union 4621 19th Avenue South Fargo, ND 58103 77-7889/2913	38200
***** FIFTY NINE THOUSAND THREE HUNDRED NINETY FIVE AND 95/100 DOLLARS		06/18/21	\$39,395.95**
TO THE ORDER OF	WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223	Business Account:  Authorized Signature	

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

77-7869/2913

38670

**** ONE HUNDRED FIFTY SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

TO THE
ORDER OF

09/14/21

\$157,500.00*

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account


Authorized Signature

Craig Properties, LLC

PO Box 428
Fargo, ND 58107

First Community Credit Union
4521 18th Avenue South
Fargo, ND 58103

38549

77-7869/2913

**** NINETY NINE THOUSAND AND 00/100 DOLLARS


TO THE
ORDER OF

08/19/21

\$99,000.00**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account


Authorized Signature

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

38827

77-7869/2913

**** ONE HUNDRED THOUSAND AND 00/100 DOLLARS

TO THE
ORDER OF

10/08/21

\$100,000.00*

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account

Authorized Signature

Craig Properties, LLC PO Box 428 Fargo, ND 58107		First Community Credit Union 4821 16th Avenue South Fargo, ND 58103 77-7869/2913	39002
*** FORTY EIGHT THOUSAND SIX HUNDRED AND 00/100 DOLLARS		11/08/21	\$48,600.00**
WATERTIGHT 18273 464TH AVE CASTLEWOOD, SD 57223		Business Account  Authorized Signature	

Craig Properties, LLC

PO Box 428
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

39288

77-7869/2913

**** SEVENTY SIX THOUSAND FIVE HUNDRED AND 00/100 DOLLARS


TO THE
ORDER OF

01/03/22

\$76,500.00**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account


Authorized Signature

Craig Properties, LLC

PQ Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

77-7869/2913

39425

**** THIRTY ONE THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

TO THE
ORDER OF

01/27/22

\$31,500.00**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223

Business Account



Authorized Signature

TO VERIFY AUTHENTICITY SEE REVERSE SIDE FOR DESCRIPTION OF THE 11 SECURITY FEATURES

The Ruins, LLC

1405 1st Ave N

Red River State Bank
300 2nd Ave W
Halstad, MN 56548

169

**** EIGHTY EIGHT THOUSAND FOUR HUNDRED FIFTY NINE AND 05/100 DOLLARS

TO THE
ORDER OF

06/09/22

\$88,459.05**

WATERTIGHT
18273 464TH AVE
CASTLEWOOD, SD 57223



Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NORTH DAKOTA

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/24

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name The Ruins, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 37-1980547

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

1405 1st Avenue North
Fargo, ND 58102
Number, Street, City, State & ZIP Code

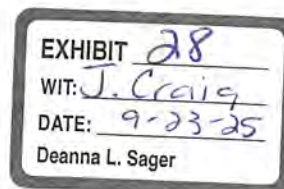
P.O. Box, Number, Street, City, State & ZIP Code

Cass
County

Location of principal assets, if different from principal place of business
315 East Kemp Avenue Watertown, SD 57201
Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify:



Debtor The Ruins, LLC Case number (if known) _____
Name _____

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

1522

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?
If more than 2 cases, attach a separate list.

- ☒ No.
☐ Yes.

District _____ When _____ Case number _____
District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
☒ Yes.

Debtor The Ruins, LLC Case number (if known) _____
Name _____

List all cases. If more than 1,
attach a separate list

Debtor See Attachment Relationship _____
District _____ When _____ Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number, Street, City, State & ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor The Ruins, LLC Case number (if known) _____
Name

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 6, 2025
MM / DD / YYYY

☒ /s/ Jesse Craig
Signature of authorized representative of debtor

Title Managing Member

Jesse Craig
Printed name

18. Signature of attorney

☒ /s/ Maurice Verstandig
Signature of attorney for debtor

Date January 6, 2025
MM / DD / YYYY

Maurice Verstandig
Printed name

The Dakota Bankruptcy Firm
Firm name

1630 1st Avenue N
Suite B PMB 24
Fargo, North Dakota 58102-4246
Number, Street, City, State & ZIP Code

Contact phone 701-394-3215 Email address mac@dakotabankruptcy.com

MD18071 / District of Columbia
Bar number and State

Debtor The Ruins, LLC Case number (if known) _____
Name

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NORTH DAKOTA

Case number (if known) _____ Chapter 11

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor	<u>Generations on 1st, LLC</u>	Relationship to you	<u>Affiliate</u>
District	<u>North Dakota</u>	When	<u>1/6/25</u>
		Case number, if known	
Debtor	<u>Parkside Place, LLC</u>	Relationship to you	<u>Affiliate</u>
District	<u>North Dakota</u>	When	<u>1/6/25</u>
		Case number, if known	

RESOLUTION OF SOLE MEMBER AND DIRECTOR OF THE RUINS, LLC

The undersigned, constituting the sole equity holder and officer of The Ruins, LLC ("Ruins"), does hereby resolve as follows:

WHEREAS, Ruins has become burdened by various debts to third parties; and

WHEREAS, receivership proceedings in South Dakota have caused Ruins to be operated by a third party in a suboptimal manner, jeopardizing further development efforts; and

WHEREAS, Ruins believes it can operate at a profitable level if permitted occasion to reorganize certain debts; and

IT IS NOW, THEREFORE, RESOLVED as follows:

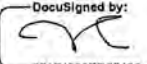
1. Pursuant to Section 47-34A-404.1 of the South Dakota Codified Laws, Jesse Craig, acting on behalf of Ruins, is authorized to take any and all actions necessary to file a petition for relief pursuant to Section 301 of Title 11 of the United States Code;

2. Pursuant to Section 47-34A-404.1 of the South Dakota Codified Laws, Jesse Craig, acting on behalf of Ruins, is authorized to engage counsel to act as general reorganization counsel to Ruins, and any efforts already so taken are hereby ratified and affirmed to the extent necessary; and

3. Pursuant to Section 47-34A-404.1 of the South Dakota Codified Laws, Jesse Craig, acting on behalf of Ruins, is authorized and directed to work with the general reorganization counsel of Ruins to reorganize Ruins through whatever means may be most efficient, including reapportionment of equity, sale and/or liquidation.

Dated this 4th day of January, 2025

The Ruins, LLC

By: 
351F4038ED65435...
Jesse Craig
Its: Sole and Managing Member

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE DISTRICT OF NORTH DAKOTA

In re:)	Case No. 25-
)	(Chapter 11)
THE RUINS, LLC)	
)	
Debtor,)	
_____)	

**NOTES ACCOMPANYING SCHEDULES
 AND STATEMENT OF FINANCIAL AFFAIRS**

1. Certain litigation rights against Red River State Bank are scheduled on line 74 of Schedule A/B. These include claims for fraud and constructive fraud, as well as a statutory claim for deceit. These claims are not a mere setoff instrumentality against the debt alleged by Red River State Bank but, indeed, genuine free-standing litigation claims. The Ruins, LLC (“Ruins” or the “Debtor”) has declined to value these claims on Schedule A/B insofar as certain portions of a damages calculation remain contingent (with such contingencies partially turning, not ironically, on the disposition of this chapter 11 case), and in light of the innately difficult task of valuing tort claims.

2. On January 2, 2025, Ruins borrowed \$15,000.00 from Blacktail Investments, LLC (“Blacktail”), for purposes of funding a retainer to be paid to undersigned counsel. The purpose of the loan was expressly disclosed to Blacktail, which was knowledgeable—prior to loaning the monies—that the funds would be used to facilitate a bankruptcy filing and that the loan obligation would, resultantly, give rise to an unsecured claim therein.

3. Insofar as Ruins does not presently maintain its own bank account, the aforementioned loan proceeds (less a \$20.00 wire fee) were disbursed to Intuition, LLC, an insider of the Debtor, and then transferred to undersigned counsel’s trust account via e-check. The Debtor

regards Intuition, LLC as having been an incidental custodian of the funds for the brief period of time in which the monies passed through the account of Intuition, LLC.

4. As of the filing of this petition, the aforementioned e-check transaction has been processed but, for reasons wholly correlative to the payments systems used by undersigned counsel and not idiosyncratic to the Debtor, the funds are yet to clear into undersigned counsel's trust account. Pursuant to North Dakota Rule of Professional Conduct 1.15(g), undersigned counsel uses a Maryland trust account to hold client monies. Pursuant to Maryland Rule 19-408(b)(2), two ledgers have been established within the trust account, in anticipation of receipt of the deposited funds: (i) one ledger, denoting a balance of \$5,031.33, denoting fees earned pre-petition by counsel, which will be immediately withdrawn from the trust account upon receipt; and (ii) one ledger, denoting a balance of \$9,948.67, denoting retainer funds remaining for the benefit of Ruins, which will remain in the trust account until such a time as disbursed in accord with an order of this Honorable Court.

5. In billing for pre-petition work, undersigned proposed counsel generally billed time to a fictitious overarching client and then evenly allotted said time, in one third increments, amongst the three related cases being filed together. Where work was uniquely applicable to one case, however, such work was billed solely to that case. Similarly, where work was applicable to receivership-centric issues, which impact two of the three cases, time was evenly divided between those two cases but not the third case.

6. Without being unnecessarily adversarial, there is a genuine lack of clarity as to how much money is owed to Red River Bank, insofar as multiple loan facilities exist, the bank has not been overly forthcoming in producing complete records for each loan facility, and the Debtor believes there to be a right of setoff as to at least part of the relevant debt. Accordingly, it is urged

that the number reflected on these schedules not be relied upon; insofar as the debt is listed as disputed, it is believed Red River Bank will file a proof of claim in this case; should the bank fail to do so, the Debtor will assess whether or not to file a protective claim and then object thereto.

7. Three related entities are petitioning for bankruptcy protection in rapid succession of even date herewith. By design, the first such entity is Generations on 1st, LLC, a South Dakota limited liability company that, since its inception, has always regarded—and listed on state filings—an address in Fargo, North Dakota as its principal place of business. Venue for that case is accordingly properly laid in this Honorable Court. 28 U.S.C. § 1408(1). One of the two other entities has, similarly, normally (albeit not always) utilized a North Dakota address as its principal place of business, including in filings with the State of South Dakota. Since all three entities are affiliates of one another, 11 U.S.C. § 101(2), the establishment of venue for the first-filed case does, in turn, establish venue for the two subsequently-filed cases, 28 U.S.C. 1408(2). It does bear notation, however, that the election of this venue is neither arbitrary nor capricious: the principal of all three entities resides in Fargo; all three debtors are largely managed from their principal's office and home in Fargo; counsel for the largest creditor of all three entities is based in Fargo; the largest creditor itself is a bank with two branches, both of which are closer to Fargo than to any federal courthouse in South Dakota; and proposed counsel for the three debtors maintains a regular bankruptcy practice in Fargo.

[Signature on Following Page]

Respectfully Submitted,

Dated: January 6, 2025

By: /s/ Maurice B. VerStandig
Maurice B. VerStandig, Esq.
The Dakota Bankruptcy Firm
1630 1st Avenue N
Suite B PMB 24
Fargo, North Dakota 58102-4246
Phone: (701) 394-3215
mac@dakotabankruptcy.com
Proposed Counsel for the Debtor

Fill in this information to identify the case:

Debtor name The Ruins, LLC

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule* _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 6, 2025

X /s/ Jesse Craig

Signature of individual signing on behalf of debtor

Jesse Craig

Printed name

Managing Member

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name The Ruins, LLC
 United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Blacktail Investments, LLC PO Box 628 Fargo, ND 58107		Loan to Debtor to Pay Bankruptcy Retainer				\$15,000.00
Brian's Glass and Door LLC 533 1st Ave NW #4 Watertown, SD 57201		315 E Kemp AvenueWatertown, South Dakota 57201		\$17,720.00	\$8,790,000.00	\$17,720.00
Codington County Treasurer's Office 14 1st Ave SE Watertown, SD 57201		Real Estate Taxes				\$0.00
D&M Industries Lockbox 446120 Box 64266 Saint Paul, MN 55164-0266		315 E Kemp AvenueWatertown, South Dakota 57201		\$258,473.00	\$8,790,000.00	\$258,473.00
Diamond Wall Systems 1960 Cliff Lake Road Ste 129-250 Saint Paul, MN 55122		315 E Kemp AvenueWatertown, South Dakota 57201		\$286,700.00	\$8,790,000.00	\$286,700.00
Hamlin Building Center 45002 Hwy 28 PO Box 200 Lake Norden, SD 57248						\$279,000.00
Limoges Construction 25732 Cottonwood Avenue Sioux Falls, SD 57107						\$58,500.00
Performance Spray Foam, LLC 48667 SD HWY 28 Astoria, SD 57213		315 E Kemp AvenueWatertown, South Dakota 57201		\$151,058.00	\$8,790,000.00	\$151,058.00

Debtor The Ruins, LLC
Name _____

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Red River State Bank 114 N Mill St PO Box 98 Fertile, MN 56540		315 E Kemp AvenueWatertown, South Dakota 57201	Unliquidated Disputed	\$10,490,000.00	\$8,790,000.00	\$3,183,724.00
Red River State Bank 114 N Mill St PO Box 98 Fertile, MN 56540		315 E Kemp AvenueWatertown, South Dakota 57201	Unliquidated Disputed	\$600,000.00	\$8,790,000.00	\$600,000.00
The Roofing Company 1222 4th Ave N 123 Fargo, ND 58102		315 E Kemp AvenueWatertown, South Dakota 57201		\$126,680.00	\$8,790,000.00	\$126,680.00
Top Finish Carpentry 2809 S PRINCETON AVE Sioux Falls, SD 57106		315 E Kemp AvenueWatertown, South Dakota 57201		\$162,900.00	\$8,790,000.00	\$162,900.00
Xtreme Fire Protection LLC 4102 N. Cliff Ave. Sioux Falls, SD 57104		315 E Kemp AvenueWatertown, South Dakota 57201		\$25,392.00	\$8,790,000.00	\$25,392.00

Fill in this information to identify the case:

Debtor name The Ruins, LLC

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property:

Copy line 88 from *Schedule A/B*..... \$ 8,790,000.00

1b. Total personal property:

Copy line 91A from *Schedule A/B*..... \$ 12,860.00

1c. Total of all property:

Copy line 92 from *Schedule A/B*..... \$ 8,802,860.00

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ 13,602,647.00

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:

Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ 0.00

3b. Total amount of claims of nonpriority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ 658,556.26

4. Total liabilities

Lines 2 + 3a + 3b

\$ 14,261,203.26

Fill in this information to identify the case:

Debtor name The Ruins, LLC

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- ☒ No. Go to Part 2.
☐ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. Deposits, including security deposits and utility deposits
Description, including name of holder of deposit

7.1. Utility Deposit \$12,860.00

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent
Description, including name of holder of prepayment

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$12,860.00

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☒ No. Go to Part 4.
☐ Yes Fill in the information below.

Part 4: Investments

13. Does the debtor own any investments?

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

Debtor The Ruins, LLC Case number (if known) _____
Name

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☒ No. Go to Part 6.
☐ Yes Fill in the information below.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☒ No. Go to Part 8.
☐ Yes Fill in the information below.

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☒ No. Go to Part 9.
☐ Yes Fill in the information below.

Part 9: Real property

54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.
☒ Yes Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available).	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1. 315 E Kemp Avenue Watertown, South Dakota 57201	Fee Simple	\$0.00	Appraisal	\$8,790,000.00

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.
Copy the total to line 88.

\$8,790,000.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☒ No
☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☒ No. Go to Part 11.
☐ Yes Fill in the information below.

Debtor The Ruins, LLC Case number (if known) _____
Name

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes Fill in the information below.

Current value of
debtor's interest

71. **Notes receivable**
Description (include name of obligor)
72. **Tax refunds and unused net operating losses (NOLs)**
Description (for example, federal, state, local)
73. **Interests in insurance policies or annuities**
74. **Causes of action against third parties (whether or not a lawsuit has been filed)**
Claims for fraud, statutory deceit, constructive fraud, breach of the covenant of good faith and fair dealing, and breach of contract, against Red River State Bank
- | | |
|------------------|---------------|
| Nature of claim | <u>Tort</u> |
| Amount requested | <u>\$0.00</u> |

Unknown

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**
76. **Trusts, equitable or future interests in property**
77. **Other property of any kind not already listed** Examples: Season tickets, country club membership

78. **Total of Part 11.**
Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**
☒ No
☐ Yes

Debtor The Ruins, LLC Case number (if known) _____
 Name

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form
 Type of property

	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1	\$0.00	
81. Deposits and prepayments. Copy line 9, Part 2.	\$12,860.00	
82. Accounts receivable. Copy line 12, Part 3.	\$0.00	
83. Investments. Copy line 17, Part 4.	\$0.00	
84. Inventory. Copy line 23, Part 5.	\$0.00	
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$0.00	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$0.00	
88. Real property. Copy line 56, Part 9.....>		\$8,790,000.00
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$0.00	
90. All other assets. Copy line 78, Part 11.	+ \$0.00	
91. Total. Add lines 80 through 90 for each column	\$12,860.00 + 91b.	\$8,790,000.00
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		\$8,802,860.00

Fill in this information to identify the case:

Debtor name The Ruins, LLC

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Column A	Column B
Amount of claim	Value of collateral that supports this claim
Do not deduct the value of collateral.	
\$17,720.00	\$8,790,000.00

2.1 Brian's Glass and Door LLC

Creditor's Name
533 1st Ave NW
#4
Watertown, SD 57201

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Describe debtor's property that is subject to a lien
315 E Kemp AvenueWatertown, South Dakota
57201

Describe the lien
Mechanic's Lien

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☒ No

☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

Do multiple creditors have an interest in the same property?

☐ No

☒ Yes. Specify each creditor, including this creditor and its relative priority.

1. Watertown Development Company
2. Red River State Bank
3. Diamond Wall Systems
4. Top Finish Carpentry
5. Xtreme Fire Protection LLC
6. Performance Spray Foam, LLC
7. D&M Industries
8. Brian's Glass and Door LLC
9. The Roofing Company

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.2 D&M Industries

Creditor's Name
Lockbox 446120
Box 64266
Saint Paul, MN 55164-0266

Creditor's mailing address

Describe debtor's property that is subject to a lien
315 E Kemp AvenueWatertown, South Dakota
57201

\$258,473.00

\$8,790,000.00

Describe the lien

Mechanic's Lien

Is the creditor an insider or related party?

☒ No

Debtor The Ruins, LLC

Case number (if known) _____

Name

Creditor's email address, if known _____

☐ Yes

Is anyone else liable on this claim?

Date debt was incurred _____

☒ No

☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

Last 4 digits of account number _____

Do multiple creditors have an interest in the same property?

☐ No

☒ Yes. Specify each creditor, including this creditor and its relative priority.

Specified on line 2.1

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.3 Diamond Wall Systems

Creditor's Name

1960 Cliff Lake Road

Ste 129-250

Saint Paul, MN 55122

Creditor's mailing address

Creditor's email address, if known _____

Date debt was incurred _____

Last 4 digits of account number _____

Do multiple creditors have an interest in the same property?

☐ No

☒ Yes. Specify each creditor, including this creditor and its relative priority.

Specified on line 2.1

Describe debtor's property that is subject to a lien

315 E Kemp Avenue Watertown, South Dakota

57201

\$286,700.00

\$8,790,000.00

Describe the lien

Mechanic's Lien

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☒ No

☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.4 Performance Spray Foam, LLC

Creditor's Name

48667 SD HWY 28

Astoria, SD 57213

Creditor's mailing address

Creditor's email address, if known _____

Date debt was incurred _____

Last 4 digits of account number _____

Do multiple creditors have an interest in the same property?

☐ No

☒ Yes. Specify each creditor, including this creditor and its relative priority.

Specified on line 2.1

Describe debtor's property that is subject to a lien

315 E Kemp Avenue Watertown, South Dakota

57201

\$151,058.00

\$8,790,000.00

Describe the lien

Mechanic's Lien

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☒ No

☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.5 Red River State Bank

Creditor's Name

114 N Mill St

PO Box 98

Fertile, MN 56540

Describe debtor's property that is subject to a lien

315 E Kemp Avenue Watertown, South Dakota

57201

\$10,490,000.00

\$8,790,000.00

Debtor	The Ruins, LLC	Case number (if known)
<div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> <p>Creditor's mailing address</p> <p>Creditor's email address, if known</p> <p>Date debt was incurred</p> <p>Last 4 digits of account number</p> <p>Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1 </p> </div> <div style="width: 65%;"> <p>Describe the lien Deed of Trust Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed </p> </div> </div>		
2.6	<p>Red River State Bank</p> <p>Creditor's Name 114 N Mill St PO Box 98 Fertile, MN 56540</p> <p>Creditor's mailing address</p> <p>Creditor's email address, if known</p> <p>Date debt was incurred</p> <p>Last 4 digits of account number</p> <p>Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1 </p>	<p>Describe debtor's property that is subject to a lien 315 E Kemp Avenue Watertown, South Dakota 57201</p> <p>Describe the lien Deed of Trust Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed </p> <p style="text-align: right;">\$600,000.00 \$8,790,000.00</p>
2.7	<p>The Roofing Company</p> <p>Creditor's Name 1222 4th Ave N 123 Fargo, ND 58102</p> <p>Creditor's mailing address</p> <p>Creditor's email address, if known</p> <p>Date debt was incurred</p> <p>Last 4 digits of account number</p> <p>Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority. Specified on line 2.1 </p>	<p>Describe debtor's property that is subject to a lien 315 E Kemp Avenue Watertown, South Dakota 57201</p> <p>Describe the lien Mechanic's Lien Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed </p> <p style="text-align: right;">\$126,680.00 \$8,790,000.00</p>
2.8	<p>Top Finish Carpentry</p> <p>Creditor's Name</p>	<p>Describe debtor's property that is subject to a lien 315 E Kemp Avenue Watertown, South Dakota</p> <p style="text-align: right;">\$162,900.00 \$8,790,000.00</p>

Debtor The Ruins, LLC Case number (if known) _____

Name

2809 S PRINCETON AVE
Sioux Falls, SD 57106

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

☐ No
☒ Yes. Specify each creditor, including this creditor and its relative priority.
Specified on line 2.1

57201

Describe the lien

Mechanic's Lien

Is the creditor an insider or related party?

☒ No
☐ Yes

Is anyone else liable on this claim?

☒ No
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent
☐ Unliquidated
☐ Disputed

2.9 Watertown Development Company

Creditor's Name

1 East Kemp Avenue
Watertown, SD 57201-3606

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred
December 13, 2021

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

☐ No
☒ Yes. Specify each creditor, including this creditor and its relative priority.
Specified on line 2.1

Describe debtor's property that is subject to a lien

315 E Kemp Avenue Watertown, South Dakota
57201

\$1,483,724.00

\$8,790,000.00

Describe the lien

Mortgage

Is the creditor an insider or related party?

☒ No
☐ Yes

Is anyone else liable on this claim?

☒ No
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☒ Contingent
☐ Unliquidated
☐ Disputed

2.1 0 Xtreme Fire Protection LLC

Creditor's Name

4102 N. Cliff Ave.
Sioux Falls, SD 57104

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

☐ No
☒ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

315 E Kemp Avenue Watertown, South Dakota
57201

\$25,392.00

\$8,790,000.00

Describe the lien

Mechanic's Lien

Is the creditor an insider or related party?

☒ No
☐ Yes

Is anyone else liable on this claim?

☒ No
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent
☐ Unliquidated
☐ Disputed

Debtor The Ruins, LLC Case number (if known) _____
Name _____
Specified on line 2.1

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. \$13,602,647.
00

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you
enter the related creditor?

Last 4 digits of
account number for
this entity

Caren Stanley, Esq.
Vogel Law Firm
218 NP Avenue
Fargo, ND 58102

Line 2.5

Caren Stanley, Esq.
Vogel Law Firm
218 NP Avenue
Fargo, ND 58102

Line 2.6

Fill in this information to identify the case:

Debtor name The Ruins, LLC

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☐ No. Go to Part 2.
- ☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim Priority amount

2.1	Priority creditor's name and mailing address Cordington County Treasurer's Office 14 1st Ave SE Watertown, SD 57201	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	\$0.00
	Date or dates debt was incurred	Basis for the claim: Real Estate Taxes		
	Last 4 digits of account number	Is the claim subject to offset?		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
<hr/>				
2.2	Priority creditor's name and mailing address Internal Revenue Service PO Box 7346 Philadelphia, PA 19101-7346	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	\$0.00	\$0.00
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number	Is the claim subject to offset?		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
<hr/>				
2.3	Priority creditor's name and mailing address South Dakota Department of Revenue 445 E. Capitol Avenue Pierre, SD 57501	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	\$0.00	\$0.00
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number	Is the claim subject to offset?		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill

Debtor The Ruins, LLC
Name

Case number (if known) _____

out and attach the Additional Page of Part 2.

Amount of claim

3.1	Nonpriority creditor's name and mailing address Blacktail Investments, LLC PO Box 628 Fargo, ND 58107 Date(s) debt was incurred <u>January 2, 2025</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loan to Debtor to Pay Bankruptcy Retainer</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$15,000.00</u>
3.2	Nonpriority creditor's name and mailing address CP Business Management, Inc. 1401 1st Ave N Suite B Fargo, ND 58102 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Reimbursement for Corporate Expenses</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$18,227.07</u>
3.3	Nonpriority creditor's name and mailing address Hamlin Building Center 45002 Hwy 28 PO Box 200 Lake Norden, SD 57248 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$279,000.00</u>
3.4	Nonpriority creditor's name and mailing address Jesse Craig PO Box 426 Fargo, ND 58107-0426 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Reimbursement for Corporate Expenses</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$287,829.19</u>
3.5	Nonpriority creditor's name and mailing address Limoges Construction 25732 Cottonwood Avenue Sioux Falls, SD 57107 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$58,500.00</u>

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the
related creditor (if any) listed?

Last 4 digits of
account number, if
any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

	Total of claim amounts	
5a.	\$	0.00
5b.	+	658,556.26
5c.	\$	658,556.26

Fill in this information to identify the case:

Debtor name The Ruins, LLC

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☒ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☐ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal*

Property

(Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract _____

2.2 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract _____

2.3 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract _____

2.4 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract _____

Fill in this information to identify the case:	
Debtor name	<u>The Ruins, LLC</u>
United States Bankruptcy Court for the:	<u>DISTRICT OF NORTH DAKOTA</u>
Case number (if known)	<u></u>

☐ Check if this is an amended filing

Official Form 206H Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.
Column 1: Codebtor Column 2: Creditor

Name	Mailing Address	Name	Check all schedules that apply:
2.1 Craig Development, LLC	1405 1st Ave N Fargo, ND 58107	Red River State Bank	<input checked="" type="checkbox"/> D <u>2.6</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.2 Craig Holdings, LLC	1405 1st Ave N Fargo, ND 58107	Red River State Bank	<input checked="" type="checkbox"/> D <u>2.6</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.3 Craig Properties, LLC	1405 1st Ave N. Fargo, ND 58107	Red River State Bank	<input checked="" type="checkbox"/> D <u>2.6</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.4 Jesse Craig	PO Box 426 Fargo, ND 58107-0426	Red River State Bank	<input checked="" type="checkbox"/> D <u>2.6</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____

Fill in this information to identify the case:

Debtor name The Ruins, LLC

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 01/01/2025 to Filing Date

☒ Operating a business

\$0.00

☐ Other _____

For prior year:
From 01/01/2024 to 12/31/2024

☒ Operating a business

\$0.00

☐ Other _____

For year before that:
From 01/01/2023 to 12/31/2023

☒ Operating a business

\$0.00

☐ Other _____

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from
each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments

Debtor The Ruins, LLC

Case number (if known) _____

listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
--	-------	-----------------------	---------------------------------

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
-----------------------------	--------------------------	------	-------------------

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
-----------------------------	---	-----------------------	--------

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Red River State Bank v. The Ruins, LLC, et al. 14CIV24-000068	Civil	Third Judicial Circuit Court 14 1st Ave SE Watertown, SD 57201	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
------------------------------	---	-------------	-------

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Debtor The Ruins, LLC

Case number (if known) _____

Description of the property lost and how the loss occurred

Amount of payments received for the loss

Dates of loss

Value of property lost

If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. The Dakota Bankruptcy Firm 1630 1st Avenue N Suite B PMB 24 Fargo, ND 58102		January 3, 2025	\$14,980.00
Email or website address http://www.dakotabankruptcy.com			
Who made the payment, if not debtor? Intuition, LLC f/b/o The Ruins, LLC			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
-------------------------	-----------------------------------	---------------------------	-----------------------

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
-----------------------------------	--	------------------------	-----------------------

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address

Dates of occupancy
From-To

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

page 3

Debtor The Ruins, LLC Case number (if known) _____

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☒ No.
☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred? Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- ☒ None

Financial Institution name and Address

Last 4 digits of account number

Type of account or instrument

Date account was closed, sold, moved, or transferred

Last balance before closing or transfer

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

- ☒ None

Depository institution name and address

Names of anyone with access to it
Address

Description of the contents

Does debtor still have it?

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

- ☒ None

Facility name and address

Names of anyone with access to it

Description of the contents

Does debtor still have it?

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

- ☒ None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

page 4

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Best Case Bankruptcy

Debtor The Ruins, LLC

Case number (if known) _____

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	-------------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	---------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	---------------------------------------	-----------------------------	----------------

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN. Dates business existed
-----------------------	-------------------------------------	--

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Name and address	Date of service From-To
26a.1. Jerry Kuhn Haga Kommer, Ltd. 5195 45th Street South Fargo, ND 58104	In excess of two years

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

- ☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

- ☐ None

Debtor The Ruins, LLC

Case number (if known) _____

Name and address

If any books of account and records are unavailable, explain why

26c.1. Jesse Craig
PO Box 426
Fargo, ND 58107-0426

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No
☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Jesse Craig	PO Box 426 Fargo, ND 58107-0426	Sole and Managing Member	100

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No
☐ Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☒ No
☐ Yes. Identify below.

Name and address of recipient

Amount of money or description and value of property

Dates

Reason for providing the value

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer identification number of the pension fund

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in

Debtor The Ruins, LLC

Case number (if known) _____

connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 6, 2025

/s/ Jesse Craig

Signature of individual signing on behalf of the debtor

Jesse Craig

Printed name

Position or relationship to debtor Managing Member

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No
☐ Yes

United States Bankruptcy Court
District of North Dakota

In re The Ruins, LLC

Debtor(s)

Case No. _____

Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Jesse Craig PO Box 426 Fargo, ND 58107-0426	Member		Member

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Managing Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date January 6, 2025

Signature /s/ Jesse Craig
Jesse Craig

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
District of North Dakota

In re The Ruins, LLC

Debtor(s)

Case No. _____

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

☐ **FLAT FEE**

For legal services, I have agreed to accept \$ _____

Prior to the filing of this statement I have received \$ _____

Balance Due \$ _____

☒ **RETAINER**

For legal services, I have agreed to accept and received a retainer of \$ 14,980.00

The undersigned shall bill against the retainer at an hourly rate of \$ 400.00

[Or attach firm hourly rate schedule.] Debtor(s) have agreed to pay all Court approved fees and expenses exceeding the amount of the retainer.

2. The source of the compensation paid to me was:

☐ Debtor ☒ Other (specify): Intuition, LLC, paid with funds held for the benefit of the debtor

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify): _____

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e. [Other provisions as needed]

Representation of the debtor in this bankruptcy proceeding, including any adversary proceedings

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Representation of the debtor in any other court or in any matters external to this bankruptcy proceeding

In re The Ruins, LLC

Debtor(s)

Case No. _____

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)
(Continuation Sheet)

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

January 6, 2025

Date

/s/ Maurice Verstandig

Maurice Verstandig

Signature of Attorney

The Dakota Bankruptcy Firm

1630 1st Avenue N

Suite B PMB 24

Fargo, North Dakota 58102-4246

Fax:

mac@dakotabankruptcy.com

Name of law firm

United States Bankruptcy Court
District of North Dakota

In re The Ruins, LLC

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Managing Member of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: January 6, 2025

/s/ Jesse Craig

Jesse Craig/Managing Member
Signer/Title

Blacktail Investments, LLC
PO Box 628
Fargo, ND 58107

Brian's Glass and Door LLC
533 1st Ave NW
4
Watertown, SD 57201

Caren Stanley, Esq.
Vogel Law Firm
218 NP Avenue
Fargo, ND 58102

Codington County Treasurer's Office
14 1st Ave SE
Watertown, SD 57201

CP Business Management, Inc.
1401 1st Ave N
Suite B
Fargo, ND 58102

Craig Development, LLC
1405 1st Ave N
Fargo, ND 58107

Craig Holdings, LLC
1405 1st Ave N
Fargo, ND 58107

Craig Properties, LLC
1405 1st Ave N.
Fargo, ND 58107

D&M Industries
Lockbox 446120
Box 64266
Saint Paul, MN 55164-0266

Diamond Wall Systems
1960 Cliff Lake Road
Ste 129-250
Saint Paul, MN 55122

Hamlin Building Center
45002 Hwy 28
PO Box 200
Lake Norden, SD 57248

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

Jesse Craig
PO Box 426
Fargo, ND 58107-0426

Limoges Construction
25732 Cottonwood Avenue
Sioux Falls, SD 57107

Performance Spray Foam, LLC
48667 SD HWY 28
Astoria, SD 57213

Red River State Bank
114 N Mill St
PO Box 98
Fertile, MN 56540

South Dakota Department of Revenue
445 E. Capitol Avenue
Pierre, SD 57501

The Roofing Company
1222 4th Ave N 123
Fargo, ND 58102

Top Finish Carpentry
2809 S PRINCETON AVE
Sioux Falls, SD 57106

Watertown Development Company
1 East Kemp Avenue
Watertown, SD 57201-3606

Xtreme Fire Protection LLC
4102 N. Cliff Ave.
Sioux Falls, SD 57104

United States Bankruptcy Court
District of North Dakota

In re The Ruins, LLC

Debtor(s)

Case No.

Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for The Ruins, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [Check if applicable]

January 6, 2025

Date

/s/ Maurice Verstandig

Maurice Verstandig

Signature of Attorney or Litigant

Counsel for The Ruins, LLC

The Belmont Firm

1050 Connecticut NW

Suite 500

Washington, DC 20036

Fax:

mac@mbvesq.com